

Constitution of the Society for Marine Mammalogy

As amended by vote of the membership in November 2022.

Article I. Name. The name of the society is The Society for Marine Mammalogy (hereafter referred to as the Society).

Article II. Purposes. The objectives of the Society are to:

- a. Evaluate and promote the educational, scientific and managerial advancement of marine mammal science;
- b. Gather and disseminate to members of the Society, the public, public and private institutions, scientific, technical and management information through publications and meetings;
- c. Provide scientific information, as required, on matters related to the conservation and management of marine mammals.
- d. Promote diversity, equity, and inclusion in its membership, leadership, and readership.

Article III. Founding. The Society was founded at San Francisco, California, U.S.A., on December 15, 1981, and incorporated as a non-profit entity under United States law on 17 February 1989, at San Francisco, California, U.S.A.

Article IV. Membership. Any person is qualified for **Full Membership** who is a professional in research on or the management, husbandry, conservation or training of marine mammals

Full Members pay dues, have voting rights, receive the Society's journal, may be elected to office and may serve as members of Standing Committees. Full members from developing countries are eligible for a reduced membership fee.

Any person who is actively enrolled in, or within two years of their graduation from, a degree-granting program at an institution of higher education qualifies for **Student Membership**. Student Members pay reduced dues, have voting rights, receive the Society's journal, may be elected as Student Members-at-Large, and may serve as student members of Standing Committees. Student members from developing countries are eligible for a reduced Student Membership fee.

Graduate students qualify for Full Membership provided they pay Full Membership fees. Graduate student Full Members may be elected as a Student Member-at-Large of the Board of Governors.

A **Fellow** is a member who has rendered conspicuous service or made truly notable contributions to the advancement and diffusion of the knowledge of marine mammal science

or the fostering of its practical applications through conservation of marine mammals. Payment of dues to the Society by the Fellow would remain the same as for a normal Full member.

An **Honorary Member** is a member recognized for distinguished service to the field of marine mammalogy, as recommended unanimously by the Board of Governors, and elected by two-thirds of the voting members. **Honorary Members** have all the privileges of full members but are exempt from dues.

An **Emeritus Member** is any member who is retired from his or her professional career, is older than 60-years and has been a Full Member of the Society for one or more years. Emeritus members qualify for all privileges of Full membership but pay reduced fees.

A **Lifetime Member** pays a one-time fee for dues and is a Full Member for the remainder of their life.

Article V. Elected Officers. Elected Officers of the Society include a President, a President-elect, a Secretary, a Treasurer, two Members-at-Large, and two Student Members-at-Large of the Board of Governors. These officers will be nominated at the General Members Meeting and elected by secret electronic ballot as soon thereafter as is feasible. A plurality of those casting ballots is required for election.

Article VI. Terms of Office. The President serves a two-year term and may not directly succeed themselves.

The President-elect succeeds the President and serves a two-year term.

The Secretary and Treasurer serve two-year terms and may be re-elected for any number of terms.

The Members-at-Large of the Board of Governors serve staggered four-year terms and may not directly succeed themselves.

The Students Member-at-Large serve staggered two and one-half year terms and may not directly succeed themselves. Candidates for election should have completed at least one year of doctoral or master candidature at the time of nomination.

The officers will hold office until their successors are elected but the terms will not extend longer than six months and only due to external events that severely impact Society operations. The necessity to extend will be based on a majority vote by the Elected Officers.

Article VII. Standing Committees. These consist of a Membership Committee, a Committee of Scientific Advisors, a Conference Committee, a Scientific Program Committee, an Education Committee, an Awards and Scholarships Committee, a Nominations/Election Committee, a Board of Editors, an International Relations Committee, an Ethics Committee, a Conservation Committee, a Student Affairs Committee a Committee on Taxonomy, a Fellows Committee, and a Diversity and Inclusion Committee. With the exception of the Student Affairs Committee and Board of Editors, the chairperson of each of

these committees will be appointed by the elected officers, serve a two-year term and only serve as chair for that committee for a maximum of six consecutive years. Chairpersons of Standing Committees serve at the pleasure of the elected officers. The chairperson of the Student Affairs Committee will be the senior Student Member-at-Large. The term of Editor for *Marine Mammal Science* (also Chairperson of the Board of Editors) will be for a minimum of three years.

In the event of a dispute arising between committees the elected officers of the Board of Governors will arbitrate on the dispute under the guidance of the President. If a solution is not agreed, the President will determine the outcome.

Article VIII. The Board of Governors. The voting members of the Board of Governors consist of the elected officers and the chairpersons of the Standing Committees and are the policy-making body of the Society.

Article IX. Finances. The Society will be supported by annual dues of the membership, by the proceeds of the sale of publications or some other items it may issue with the approval of the Board of Governors, and from such property or funds as it may acquire. All elected officers and Standing Committee chairpersons, except the Editor for Marine Mammal Science, serve gratis although the Society may hire professional staff as needed. If requested, the Editor of Marine Mammal Science may receive a stipend for services which will be set by a vote of the elected officers. The finances of the Society will be audited by an accredited accounting firm at least once every six years.

Article X. Recall. Any officer may be removed from office at any time by a two-thirds majority of votes cast using a secret electronic or mail ballot. Such a recall election can be called by a petition signed by 10 percent of members.

Article XI. Order of Succession. Vacancies of offices will be filled until the next election by succession in the following order: President-elect, Secretary, Treasurer, Senior Member-at-Large, Junior Member-at-Large.

An officer who succeeds to the position of President-elect will not succeed to the Presidency unless elected by the membership in a regular election.

Article XII. Changes in the Constitution, Bylaws, and General Policies. The Constitution may be modified by two thirds of secret votes cast by the membership using electronic or mail ballot. The Bylaws may be modified by a majority of votes cast by the Members present at any General Members Meeting of the Society or by a majority of electronic ballots. General Policies of the Society may be modified by a majority vote of the Board of Governors.

Article XIII. Dissolution. Upon winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation, which is organized and operated exclusively for charitable, educational or religious and/or scientific purposes and

which has established its tax-exempt status under Section 501(c)(3) of the United States Internal Revenue Code.

Article XIV. Tax Exemption. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from United States federal income taxes under Section 501(c)(3) of the United States Internal Revenue Code of 1954.

Bylaws of the Society for Marine Mammalogy

As amended by vote of the membership in May 2016.

Article I. Duties of Officers

Section 1. President

The President is the executive officer of the Society and will preside over the General Members Meetings convened at each Biennial Conference and meetings of the Board of Governors.

Section 2. President-elect

The President-elect will:

- a. Assume the duties of the President in his/her absence.
- b. Serve as a member of the Board of Governors.
- c. Succeed to the presidency at the completion of the President's term of office.
- d. Monitor the Society's Constitution, Bylaws, and General Operating Policies for consistency and currency.

Section 3. Secretary

The Secretary will:

- a. Keep and report minutes of all meetings of the Board of Governors and the business meetings of the general membership.
- b. Receive, process and maintain a complete file of Society correspondence.
- c. Maintain an historical record of the Society.
- d. Oversee the management of the Society's Archives and ensure that they contain all Society publications and other relevant materials.

- e. Serve as a member of the Board of Governors. In the event the offices of Secretary and Treasurer are vested in a single person, this person will have a single vote in the deliberations of the Board of Governors.
- f. Transfer all records and files to his or her successor upon completion of a term of office.

Section 4. Treasurer

The Treasurer will:

- a. Manage all dues and other monies of the Society and maintain accurate accounts of such funds.
- b. Disburse Society funds upon receipt of proper business invoices covering legitimate Society business expenses. -
- c. At least twice a year, review with the President and President-Elect the financial status of the Society and projected income and expenses for the current year-
- d. Provide a financial statement and projected budget of the Society annually to meetings of the Board of Governors for its review and approval.
- e. Prepare and present a complete report of Society finances at each General Members Meeting of the Society.
- f. Submit a proposed investment strategy that emphasizes “Socially Responsible Investments” to the Board of Governors at their annual meeting for their approval. In line with the approved guidelines, seek the advice of a trained Investment Advisor regarding specific investment opportunities.
- g. Secure the services of a qualified CPA to prepare the Society’s annual federal and state” not-for-profit” income reports.
- h. Schedule and ensure the conduct of an audit of the Society’s finances at least once every six years.
- i. Transfer all records and files to his or her successor upon completion of a term of office.

Section 5. Members-at-Large

- a. One of the two Members-at-Large will be designated by the President as Society Parliamentarian.
- b. Both Members-at-Large and both Student Members-at-Large are voting members of the Board of Governors.

Article II. Duties of the Board of Governors.

The Board of Governors is the executive body of the Society. It will, among other duties, consider and suggest locations for future Biennial Conferences and other meetings to the membership, propose dues adjustments and other fees to the general membership, provide approval on the suitability of publications, position papers, or statements to be issued in the name of the Society, decide on motions of censure or expulsion, supervise Society finances, handle legal aspects of Society operation, approve the filling of vacancies on the Board of Governors as described in Article XI of the Constitution or appoint interim replacements for Board members who vacate their positions before the end of their elected or appointed terms,

propose Standing Committees to be established by a vote of the membership, establish ad hoc committees, and assist the President in carrying out the executive work of the Society.

The Board of Governors should convene no less than annually, by conference call or in person.

The President will arrange for meetings of the Board of Governors.

Article III. Membership of the Standing Committees.

The Chairpersons of Standing Committees shall be appointed by the elected officers, and propose committee members for approval by the Board of Governors. Standing Committees should include at least one Student Member. The Student Affairs Committee will be chaired by the senior Student Member-at-Large and its Student Members will preferably represent broad geographic coverage. Members of the Standing Committees serve at the pleasure of the Chairperson during his or her term of office. The Chairperson will review standing committee membership and participation every two years and may invite members to return or seek new members. Committee membership should reflect diversity, equity and inclusion in its membership (as per Article II(d) of Constitution).

Article IV. Charges of Standing Committees.

Section 1. Membership Committee

The Membership Committee solicits, receives and reviews membership applications, receives annual membership fees and notifies members of delinquencies, maintains the members' area on the Society's website including the membership database with the listing of current Society members, and may itself propose new members. With Board of Governors' approval, a "Membership Manager" may be hired under contract to manage membership activities under the supervision of the Membership Committee Chair.

Section 2. Committee of Scientific Advisors

The Committee of Scientific Advisors is responsible for providing the Board of Governors such scientific information as may be requested. The Committee of Scientific Advisors shall manage and administer the Society's "Small Grants in Aid of Research" program.

Section 3. Conference Committee

The Conference Committee is responsible for making all necessary arrangements for Biennial Conferences, with concurrence of the Board of Governors, including scheduling and arranging facilities and other amenities. The Conference Committee will make arrangements for facilities for workshops associated with the conference to be convened, but will not be responsible for the conduct of any such workshops.

Section 4. Board of Editors

The Board of Editors is responsible for the development, selection, design, editing, publication and distribution of such print and/or online publications (requiring formal peer review) as the Society may sponsor and any other duties as assigned by the elected officers..

Section 5. Education Committee

The Education Committee is responsible for duties such as the dissemination of fact sheets and information on careers, facilities, programs, and institutions. The Committee is responsible for producing and communicating with the Society's Webmaster to disseminate online information pertaining directly to the Education Committee.

Section 6. Scientific Program Committee

The Scientific Program Committee is responsible for arranging for scientific programs for conferences, meetings and workshops.

Section 7. Awards and Scholarship Committee

The Awards and Scholarship Committee is responsible for establishing policies relating to awards and scholarships. The Committee also oversees the development, judging, and granting of the awards and scholarships of the Society, with the exception of the Small Grants in Aid of Research program which is administered by the Committee of Scientific Advisors.

Section 8. Nominations/Election Committee

The Nominations/Election Committee provides the Board of Governors with a slate of candidates for elective offices, collaborates with the Secretary and the Membership Manager to produce and transmit electronic and/or mail ballots to voting members, and verifies ballot counts.

Section 9. International Relations Committee

The International Relations Committee advises the Board of Governors on specific issues and actions concerning contributions to libraries and academic institutions that otherwise could not afford subscriptions to the Society's journal, contributions to non-student members from developing nations that require assistance to participate in the Society's Biennial Conferences, and other such activities.

Section 10. Ethics Committee

The Ethics Committee will provide oversight and guidance to the Board on the ethical considerations for all Society activities, publications, and products. The Ethics Committee will develop and periodically review and revise as necessary the Society's policy on ethical science activities.

Section 11. Student Affairs Committee

The Student Affairs Committee is responsible for overseeing and promoting student involvement within the Society, which requires organizing a workshop at the Biennial Conference, awarding student travel grants to the Biennial Conference, facilitating Society Student Chapters, and otherwise engaging and communicating with Student Members.

Section 12. Conservation Committee

The Conservation Committee advises the Board of Governors on matters related to the conservation and management of marine mammals and provides the Board of Governors with information that may be requested from time to time. The Conservation Committee will develop Presidential Letters as a mechanism to provide timely comment on the evidence base for issues related to the conservation and management of marine mammals where the majority of the Society's membership likely would hold the same opinion. The conservation committee may award a special Conservation Merit Prize at the Biennial Conference. The Conservation Merit Prize is public recognition given to a person, team, or organization contributing toward solving a pressing conservation problem for marine mammals, either ongoing or resulting in a conservation success. The Prize includes travel to the award presentation at the Biennial Conference, including two night's lodging. The Conservation Committee will select award recipient(s) with the approval of the Board of Governors. Any SMM member may propose recipients. The Prize is only given when the Conservation Committee finds a case of exceptional merit and may not be awarded at every biennial.

Section 13. Committee on Taxonomy

The Committee on Taxonomy maintains the official SMM list of marine mammal species and subspecies. The list is posted on the Society's website. The committee provides advice on taxonomic usage in response to inquiries from the members of the Society.

Section 14. Fellows Committee

The Fellows Committee is responsible for recommending to the Board of Governors members whose contributions to the Society and marine mammal science and conservation warrant their appointment to Fellow status.

Section 15. Diversity and Inclusion Committee

The Diversity and Inclusion Committee is responsible for advising the Board of Governors and all committees, as well as serving as a conduit for communication with the membership on matters related to diversity, equity, and inclusion. The committee may also host workshops, webinars, and other outreach activities that facilitate diversity and inclusion initiatives for SMM.

Article V. Votes.

Section 1. All votes of the Society on matters not specified in the Constitution or Bylaws will be decided by a simple majority of those voting.

Section 2. Tie votes in General Members Meetings or in meetings of the Board of Governors will be broken by the presiding officer. Tie votes in Standing Committee meetings will be broken by the Chairperson.

Section 3. Regardless of the number of candidates running for a particular office, the individual who receives the most votes (a plurality) shall be elected.

Article VI. Rules of Procedure.

All meetings will be governed by Roberts' Rules of Order.

Article VII. Quorum.

Ten percent of the voting membership will constitute a quorum of the Society and five members a quorum of the Board of Governors.

Article VIII. Resolutions.

Section 1. Resolutions will be received by the Board of Governors at any time. Resolutions concerned with matters of science or policy received more than two months before a General Members Meeting and approved by the Board of Governors for submission to the members will be open for discussion and a vote at that meeting. Those resolutions concerned with matters of science or policy received less than two months (60 days) prior to the next General Members Meeting will not be discussed at that meeting but, if approved by the Board of Governors for submission to the members, may later be submitted to the membership for a vote.

Section 2. Each resolution must contain the following information before it can be considered: (1) a short statement of the need for the resolution; (2) accurate scientific documentation concerning the circumstances of the resolution; (3) a list of proposed recipients of the resolution.

Section 3. The Board of Governors will refer the resolutions to the appropriate Standing Committee for study, after which it will be approved, denied or recommended for emendation by the Board of Governors. If approved, it will be submitted to the membership, along with a short documented discussion of the reason for the resolution, for a vote. A two-thirds majority of those voting is required for ratification.

Section 4. Once the resolution has been released by the Society the appropriate Standing Committee will be instructed to determine the effect of the resolution and to recommend further action by the Board of Governors.

Section 5. Resolutions of recognition may be presented and voted upon at a General Members Meeting. A two-thirds majority is required for passage.

Article IX. Meetings.

General Members Meetings will usually be held during the Society's Biennial Conference and will be announced to all members by e-mail and on the Society's webpage and social media platforms at least two months in advance. Inter-conference Members Meetings will be held at the discretion of the Board of Governors and generally occur in years between biennial conferences.

Article X. Honorary Members.

In recognition of distinguished service to the field of marine mammalogy, and on the

unanimous recommendation of the Board of Governors, no more than two (2) Members may be nominated for consideration as Honorary Member during any biennial cycle. Nominees shall be elected to Honorary Membership by receiving two-thirds of votes cast by Members. An additional Honorary Membership is awarded to the recipient of the Kenneth S Norris Lifetime Achievement Award, presented during each biennial meeting. Honorary Members have all the privileges of Members but are exempt from dues.

Article XI. Geographic Coverage of the Society.

The Society is open to persons throughout the world.

Article XII. Financial Reporting.

The Treasurer will give a detailed accounting of the financial status of the Society at each General Members Meeting of the Society.

Article XIII. Dues.

Current membership dues are posted on the Society's website.

Membership dues are reviewed by the Board annually and recommended adjustments made accordingly to meet the operational expenses of the Society. Adjustments to the dues must be approved by a majority of votes cast by Members at a General Members Meeting or by electronic ballot. Proposed adjustments are published in the Society's website at least 60 days before a vote.

All dues are to be paid in U.S. dollars. Membership, other than Life, may be renewed on the Society's website or by mail at any time during the year.

In order to be eligible for registration rates for Members at the Society's biennial conferences, membership must be current at the time of conference registration and for the duration of the conference.

Current due structures:

Regular Member (based on annual income in USD) – TWO years only

\$160 (< \$40,000).

\$200 (\$40,001 - \$60,000).

\$240 (\$60,001 – 100,000).

\$340 (\$100,001 – 150,000).

\$440 (\$>150,000)

\$500 Supporting Member (members who wish to support the Society's work by paying a higher fee).

Regular Student Member

\$90 Student Member (2 years) /\$55 Student Member (1 year)

Life Member

\$2,400. One time payment.

Article XIV. Fiscal Year.

The fiscal year of the Society will begin on the first day of the calendar year.

Article XV. General Members and Inter-Conference Members Meetings.

The order of business at General Members Meetings will be as follows: reading and approval of the minutes of the last General Members Meeting; the Treasurer's report; proposals for honorary membership; nomination of officers; reports and recommendations of the Board of Governors; consideration of amendments to the bylaws; Standing Committee reports; awards; discussion of resolutions; new business; and adjournment.

The order of business of the Inter-Conference Members Meetings will be as follows: reports and recommendations of the Board of Governors; consideration of amendments to the bylaws; Standing Committee reports; awards; discussion of resolutions; new business; and adjournment.

Article XVI. Society Internet Website.

The Society will support and maintain the internet website www.marinemammalogy.org (aka www.marinemammalscience.org) to facilitate the dissemination of information about the Society, including membership information, subscription service, Membership Directory, which contains current addresses, telephone numbers and e-mail addresses for all members, conference information, text of Presidential Letters and responses from the recipients, minutes of the General Members Meetings, general information including the Society's Constitution, Bylaws, Policies, listing of Society Officers, Committee Chairs, Honorary Members, student chapters, issues of concern, awards, grants and other relevant Society information. The website will also be used to receive funds for memberships, conferences, and other activities as approved by the Board of Governors. The website will be the primary tool the Society uses to contact the membership about issues such as voting, conference site selection, and to authorize access to the journal Marine Mammal Science online and other member-only information. The website may also be used to promote discussions among members about topics related to marine mammal science. The Board of Governors may hire an Information and Technology Manager who will act as Webmaster to manage the operation of the website. The Webmaster shall report to the President. The Board of Governors, Editor, and committee chairs will be responsible for coordinating with the Webmaster to post content as it pertains to their mandates.



General Operating Policies of the Society for Marine Mammalogy

Approved by vote of the Board of Governors in March 2024

General operating policies are regularly reviewed by the Board of Governors and may be modified as appropriate by a majority vote of the members of the Board of Governors to maintain the orderly conduct of the Society's business.

1. ELECTED OFFICERS

1.1 Composition of the elected officers of the Board of Governors will be selected by a biennial election. Elected officers will assume duties on 1 July following the election, with the exception of one Student Member-at-Large. The Student Member-at-Large serving on staggered term will assume duties the subsequent 1 July to allow two experienced Student Members-at-Large to coordinate student activities at the Biennial.

1.2 The President-elect is responsible for ensuring an accurate count of votes and for reporting election results to the Board of Governors.

1.3 All past Presidents are automatically members of the Board of Governors, but do not have voting privileges.

1.4 All officers must be Society members at the time of nomination and during their period of service.

1.5 The Board of Governors will meet virtually as often as required, usually 3-4 times annually, and at least once in person biennially, during the week of the Biennial Conference, and at other times if finances and opportunity allow. It is valuable for the operation of the Society that members of the Board of Governors attend Board meetings. Each Board member provides valuable insight and support of the Society without financial compensation. Board members should obtain support from their employing organization whenever possible, but in cases where they require assistance with travel expenses, the elected officers will be supported, and other Board members may be supported at the discretion of the President of the Society.

1.6 The incoming Board of Governors shall review the performance and composition of all committees and recommend committee chairs, membership and duties.

1.7 The President will ensure that invitations are issued to members to serve on Society committees.

1.8 The President will issue written invitations to those individuals elected as Honorary Members of the Society.

1.9 At the beginning of each new term of office, the incoming and outgoing Presidents jointly will conduct an internal audit of Society financial affairs in consultation with the Treasurer.

1.10 The President and President-elect will work with the Conference and Program Committee Chairs to ensure the organization of the upcoming conference. The President and President-elect will ensure that a venue and Conference Committee Chairs are available for the following Biennial Conference.

1.11 In consultation with both Members-at-Large, the President-elect will solicit applications for the hosting of future conferences. Potential hosts are asked to submit a detailed application to the President-elect by 1 September four years in advance of the biennial meeting. Requests from institutions having appropriate facilities will be presented for consideration by the Membership four years in advance of the proposed meeting. If no request is received by the 1 September deadline, it is the responsibility of the President-elect, to locate an appropriate host institution. Individuals offering requests for consideration should be present to invite and to respond to questions from the Membership during a General Members meeting. This Committee should periodically encourage the participation of venues outside North America.

The President elect will provide to the Board of Governors one or more options for organizers and locations of upcoming biennial conferences. After approval by the Board, a presentation by the organizers will be made to the Membership at the General Members Meeting. These presentations should include details about costs, conference dates, modes of travel to the site, facilities and organizers. If there is more than one proposed conference site, the Membership will select the venue by a plurality of votes cast on the election ballot. If the sponsors should withdraw a chosen conference site from consideration after a vote by the Membership, the Board may choose a new venue without another vote by the Membership.

1.12 For actions requiring a vote of the entire voting membership, the Secretary will work with the Nominations/Elections Committee Chair to prepare ballots. The ballots will then be provided to the webmaster for posting on the Society's website. Voting will be conducted via the website through the members' area.

1.13 The Society's Publisher provides the Society's Treasurer and Journal Editor with quarterly accounting reports for all expenses associated with the production and publication of the Society's Journal (i.e., MARINE MAMMAL SCIENCE).

1.14 The Treasurer receives and monitors all revenues received from the Society's Publisher, the Membership Committee including membership dues and related fees, the Conference Committee (including proceeds from the Biennial Conference, donations and contributions for awards or scholarships), and other revenues; issues payment for Society-related business expenses approved by the Board of Governors including those associated with the publication of the Society's journal; disburses monetary awards and scholarships; oversees the Society's general cash and investment funds; and assists with the resolution of any Society related financial issues that may arise.

1.15 The Board of Governors will provide to the Treasurer general advice regarding investment policy. Annually, the Treasurer will seek the advice of a trained Investment Advisor regarding specific investment opportunities. The treasurer also will consult with appropriate and interested members of the Board and membership regarding the advice of the Investment Advisor. At the annual Board meeting, the treasurer will submit a proposed investment strategy to the Board for their approval.

1.16 The Treasurer provides the Board of Governors with a comprehensive annual review and accounting of the Society's finances and investments.

1.17 The Treasurer is responsible for overseeing the preparation and submission to the Internal Revenue Service the Society's annual "Return of Organization Exempt from Income Tax" (i.e., IRS Form 990), and State of California annual "California Exempt Organization Annual Information Return" (i.e., California Form 199) and other such reports and information regarding the Society's financial affairs.

1.18 The Senior Member-at-Large will be the Parliamentarian at Board of Governor Meetings and at General Members Meetings to ensure the meetings are conducted in accordance with Robert's Rules of Order.

1.19 Each of the Student Members-at-Large must be enrolled as a graduate student in a degree granting institution at the time of their nomination. The Senior Student Member-at-Large will be a spokesperson for the concerns and goals of the Student Members of the Society, and chair the Student Affairs Committee.

1.20 The President shall pre-approve all travel on behalf of the Society. Upon completion of travel, travelers must submit a voucher to the Treasurer before they can be reimbursed for related expenses. Expenses will be reimbursed according to the following guidelines. Requests for reimbursement of legitimate and reasonable travel expenses —

- o Can include the cost of airfare tickets and associated fees (e.g., baggage fees)
- o Can include Society-related expenses incurred on travel days, including hotel and meal expenses
- o Can include tips for services up to 20% of the service fee
- o Cannot include costs for travel partners
- o Cannot include costs for alcoholic beverages
- o Must include receipts (originals, copies, or pictures) for any expenses of or greater than \$75.00 (US).

When travel requires a change in currencies, the Treasurer will determine exchange rates using information

at <https://www.fiscal.treasury.gov/fsreports/rpt/treasRptRateExch/currentRates.htm>.

Unanticipated expenses (i.e., incurred but not pre-approved) will be reimbursed at the President's discretion.

2. PUBLICATIONS

2.1 MARINE MAMMAL SCIENCE

2.1.1 MARINE MAMMAL SCIENCE publishes significant new information resulting from original research and observations on marine mammals, their form, evolution, function, husbandry, health, populations and ecological relationships. As of January 2014, the Journal is published online only, and is accessible via membership subscription.

2.1.2 The Journal endorses the principle that research, investigations, and experiments using live animals should be undertaken only for the purpose of advancing knowledge. Consideration should be given to the appropriateness of experimental procedures, species of animals used and number of animals required. All animal experimentation reported in MARINE MAMMAL SCIENCE must be conducted in conformity with the relevant animal care codes and research permits of the country in which the study is conducted, and be consistent with any guidelines the Society should produce and endorse. The Editor will determine if manuscripts adhere to such guidelines as a requirement for their consideration of publication in MARINE MAMMAL SCIENCE.

2.1.3 MARINE MAMMAL SCIENCE publishes (1) Articles: important original research; (2) Review Articles: critical appraisals which place recent research in a new conceptual framework; (3) Notes: short communications on current research, important preliminary findings or new techniques; (4) Opinion: invited contribution on a selected topic; (5) Letters: communications in response to papers previously published in MARINE MAMMAL SCIENCE, opinion, interpretation and new information on all topics of interest to marine mammalogists.

2.1.4 Articles, Review Articles and Notes are subject to peer review. Any Letter challenging published results or interpretations is transmitted to the author of the published work with an invitation to respond. The letter and its response are published simultaneously. Letters are judged by the Editor on appropriateness of the subject and interest to readers.

2.1.5 A Guide for Authors is posted on the Society's website. This information should be consulted before preparing any manuscript for submission to MARINE MAMMAL SCIENCE.

2.1.6 All manuscripts must be accompanied by a cover letter stating: (1) that the work is original; (2) that the same work has not been published previously; (3) that the work is not currently under consideration for publication elsewhere; (4) that all authors have seen and approved the final manuscript; and (5) that any person cited as a source of personal communication has approved such citations.

2.1.7 Authors submitting a manuscript do so on the general understanding that if it is accepted for publication, copyright of the article, including the right to reproduce the article in all forms and media, shall be assigned exclusively to The Society for Marine Mammalogy. The Society will not refuse any reasonable request by the author for permission to reproduce, in whole or part, his/her contribution to MARINE MAMMAL SCIENCE.

2.1.8 Authors of manuscripts that are accepted for publication in MARINE MAMMAL SCIENCE will be asked to pay page charges if funds are available. In the event that funds are not available to the author, a waiver of page charges will be granted by the Society upon application to the Editor. Absent a waiver of page charges, an author's manuscript will be published in MARINE MAMMAL SCIENCE only after the appropriate page charges have been paid. Current page charge rates are listed in the journal's GUIDE TO AUTHORS and may be increased or reduced by approval of the Society's Board of Governors.

2.1.9 The Editor appoints a Board of Associate Editors to provide guidance and assistance with editorial policies and the evaluation of submitted manuscripts. Associate Editors must be members of the Society and confirmed by the Society's Board of Governors. One member of the Board of Associate Editors may be designated Deputy Editor. The Deputy Editor serves as editor if for any reason the Editor is unable to perform his or her duties for extended periods or due to a conflict of interest. Once the Deputy Editor is made Acting Editor for a period of time or for a particular manuscript, the Deputy Editor will have complete and sole authority for all aspects of the job of Editor, including decision making, until the return of responsibility to the Editor. In the case of a conflict of interest, once the Deputy Editor has been asked to act on behalf of the Editor, the Deputy Editor will remain the decision making authority through the review process and a final decision is made on the manuscript. The Editor will not have access to the manuscript or any of the documents related to it once the Deputy Editor has been assigned as Acting Editor. In the case of manuscripts handled as a result of extended absences by the Editor, it will be the decision of the Acting Editor as to whether to follow the process to completion on a given manuscript or turn it back to the Editor upon return to his or her duty as Editor.

2.1.10 A claim of potential conflict of interest on the part of the Editor may be made by the Editor, who would then recuse himself or herself or seek advice from the Society's Ethics Committee. An author or member of the Society may also make a claim of conflict of interest by the Editor (or Associate Editor). Such claims should be made to the Chair of the Society's Ethics Committee, who should notify the Editor as soon as a claim of conflict of interest has been received. If a review is in progress, any actions should be suspended until a decision on the claim is made by the Ethics Committee. The Ethics Committee will then determine by vote of its members whether there is a basis for the claim and whether the Editor (or Associate Editor) should recuse him or herself from handling the manuscript in question. If the decision is for the Editor to recuse him or herself, the Deputy Editor will be made Acting Editor and the process described in Section 2.1.9 becomes effective. If the claim pertains to an Associate Editor, the Editor should notify the Associate Editor as soon as the claim is made and refrain from making a decision based on the Associate Editor's recommendation, if the manuscript has reached that stage, until a ruling is made by the Ethics Committee. If the Ethics Committee determines the Associate Editor should recuse himself or herself, the Editor shall either handle the review process based on the reviewers input directly (i.e., become the Associate Editor) or assign a new Associate Editor.

2.1.11 The term of Editor for MARINE MAMMAL SCIENCE (also Chairperson of the Board of Editors) will be for a minimum of three years. A written agreement should be signed by both parties to provide a record for successive Presidents and Boards of

Governors. For good cause, either the Board of Governors (by majority vote) or the Editor can terminate the agreement early.

2.1.12 In the event of a disagreement arising between the Board of Governors and the Editor and/or the Editorial Board or between the Editorial Board and the Editor, an *ad hoc* Committee of two past Presidents and a past editor of Marine Mammal Science who have no conflicts of interest will be appointed by the Board of Governors under 3.6 to resolve the dispute.

2.1.13 MARINE MAMMAL SCIENCE will accept advertising relating to scientific books, materials and equipment at the discretion of the Editor.

2.1.14 Editorial staff shall be given a 2% raise each year in recognition of cost of living increases. These raises will be implemented at the beginning of each calendar year.

2.2 SPECIAL PUBLICATIONS

2.2.1 The Society for Marine Mammalogy regards its journal, MARINE MAMMAL SCIENCE, as a primary avenue for publication of new information on marine mammals. Occasionally, a body of information on a particular aspect of marine mammal study is inappropriate for publication in MARINE MAMMAL SCIENCE. Examples include monographic reports that are too long for publication in the Journal; edited collections of review articles on various aspects of a particular subject; or edited collections of papers addressing a particular topic where there is a justifiable need to keep the papers together, rather than to publish each separately as journal articles. To meet these needs, the Society has established a Special Publication Series. Special publications may be published either as a special issue of the Journal (either in print, electronically, or both) or as a separate book (also in print, electronically, or both).

2.2.2 The Editor-in-Chief in consultation with the Board of Editors of MARINE MAMMAL SCIENCE has final responsibility for the scientific content and review process of publications in the Special Publications Series in order to ensure that the high standards for Society sponsored publications is met. The Board of Governors of the Society makes the final decision on any expenditure of Society funds for publications.

2.2.3 Authors or editors considering publication of their material in the Special Publications Series should contact the Editor of MARINE MAMMAL SCIENCE as early as possible in planning such a publication to ascertain the suitability of the proposed work as a Special Publication. The Editor may ask for a short (1-2 page) proposal to use in consulting with the Board of Editors about the suitability of the topic and, if the Society is funding part of the plan, to also be used in consulting with the Board of Governors.

2.3. SOCIETY FOR MARINE MAMMALOGY NEWS

2.3.1. Reports of news, issues, opportunities, symposia, conferences, workshops, texts of Society Presidential Letters on various issues of concern to the membership, responses to Presidential Letters, and other topics of general interest to the membership, along with

special reports of standing and ad hoc committees, and questionnaires and ballots relating to Society activities and business shall be posted on the Society's website. Letters to the Editor originally intended for MARINE MAMMAL SCIENCE will be included as news on the website if, in the opinion of the Editor and the Committee of Scientific Advisors, such Letters are more appropriate to the website than the journal. The webmaster is responsible for website postings of new items received from the Board of Governors or from the ad hoc Communications Committee.

3. COMMITTEES

3.1 All committee members must be Society members during their period of service. All committees should include at least one student member. Committee Chairs may appoint expert advisors who are not members of the Society on a needs basis. An Expert Advisor is not a member of the committee and does not have voting rights. Expert Advisors serve at the pleasure of the relevant Committee Chair during his or her term of office.

3.2 Mailing lists of Society members cannot be distributed without approval of the Board of Governors.

3.3 The Conference and Scientific Program Committees will maintain written guidelines of their procedures for an historical record of biennial conferences.

3.4 All committee chairs will maintain written records of procedures and policies of their committees and at the end of their terms provide these records to the incoming committee chairs, and provide copies of relevant materials to the Secretary for deposit into the Society's Archives.

3.5 Nomination procedures will ensure that the Society maintains an international and diverse composition by providing a variety of candidates for election relative to gender, nationality and area of scientific expertise. Traditionally, at least one of the Member-at-Large officers has been a non-North American member.

3.6 *Ad hoc* committees may be established by the Board of Governors. *Ad hoc* committees serve as a subcommittee of, and report to, a standing committee chair or elected officer. *Ad hoc* committee chairs do not have a vote on the Board. *Ad hoc* committees exist temporarily for two years, and a motion must be passed by vote of the Board of Governors for continued existence or conversion to a standing committee.

3.7 Each committee is responsible for producing materials and communicating with the Society's webmaster to disseminate information pertaining directly to the committee's activities.

4. STANDING COMMITTEES

4.1 Standing Committees established by the Board of Governors must be approved by a vote of the Membership and added to Constitution Article VII and Bylaws Article IV.

4.2. Membership Committee:

4.2.1 The Membership Committee is responsible for promoting membership in the Society. With the approval of the Board of Governors, the Membership Committee may hire under contract a Membership Manager who shall assist with carrying out the duties and responsibilities of the Membership Committee.

4.2.2 The Membership Committee shall:

4.2.2.1 Approve membership applications, maintain correspondence with current and proposed Society members, and handle questions regarding membership in the Society.

4.2.2.2 Conduct membership drives with other societies to encourage new and former members to join the Society.

4.2.2.3 Review and, where necessary, modify the membership application forms posted on the Society's website for existing and potential members.

4.2.2.4 Maintain the Society's Membership Directory and Members' Area on the Society's Website.

4.3. Committee of Scientific Advisors:

4.3.1 The Committee of Scientific Advisors advises the Board of Governors on scientific matters and provides the Board of Governors with information that may be requested from time to time. The Committee of Scientific Advisors will work closely with other elements of the Board and Society members to keep all members informed of current and relevant issues of interest and to ensure that the information provided is based on the best available scientific information.

4.3.2 The Committee of Scientific Advisors has responsibility for accuracy of scientific material on the Society's website with the exception of material vetted by a standing committee of the Society.

4.3.3 The Committee of Scientific Advisors shall manage and administer the Society's "Small Grants in Aid of Research" program.

4.4 Education Committee

4.4.1. The Education Committee is responsible for preparing and updating educational material as the Society may, from time to time, deem appropriate for the Society's mission, including, but not limited to, information on educational facilities and programs and marine mammal fact sheets.

4.4.2 The Education Committee shall:

4.4.2.1 Prepare and periodically update the Society's website page on "Strategies for Pursuing a Career in Marine Mammal Science".

4.4.2.2 Handle relevant correspondence from those interested in marine mammal science.

4.5 Conference Committee

4.5.1 The Conference Committee, with concurrence of the Board of Governors, is responsible for making all necessary arrangements for the upcoming Biennial Conference including scheduling and arranging housing and meeting facilities, the final banquet and other conference amenities. The Conference Committee, with the approval of the Board of Governors, may enlist the aid of a third-party conference consultant and/or company to assist with Conference arrangements for a fee.

4.5.2 The Conference Committee shall:

4.5.2.1 Schedule oral and poster presentations; schedule business meetings and coffee and lunch breaks; arrange for souvenir memorabilia; prepare conference announcements, abstract books, programs, etc.; solicit vendors; raise funds; and make decisions about possible day trips.

4.5.2.2. The Conference Committee will recommend for Board approval at the annual meeting prior to the biennial meeting the number of workshops at the biennial meeting that will be sponsored by the Society. The workshops will be one or two days prior to, or immediately following, the biennial meeting.

Workshops sponsored by the Society will be open to all conference registrants up to the stated capacity of the Workshop. The announcement of the biennial meeting should include a call for Workshops with the notation of the number and projected capacities of the Society-sponsored workshops.

4.5.2.3 Adjust program structure to meet local conditions, with the concurrence of the Scientific Program Committee and the Board of Governors.

4.5.2.4 Maintain a conference office and registration desk during the Biennial Conference; register all participants; and manage all financial transactions such as membership purchase/renewal, registration fees, sale of conference-related merchandise, etc.

4.5.2.5 After the Biennial Conference, provide the Treasurer with a financial accounting of conference expenses and spending.

4.5.2.6 Up to \$40,000 in conference proceeds will be made available to the Conference Committee as "start up" money for the next Biennial Conference. Any net proceeds from the conference will be deposited into the Society's general account.

4.5.2.7. The Conference Committee is responsible for raising sponsorships and donations to offset costs of hosting a Biennial Conference. Donations or sponsorship accepted by the Society will be subject to the guiding principle that no sponsor can influence the conference

program, recipients of awards/grants or award processes, or any other aspect of the conduct of the conference. All donors and sponsors, unless they specify that they wish anonymity, will be acknowledged on the sponsorship page on the Biennial Conference website, in the program, and at the meeting. For donors/sponsors who do not wish to be acknowledged at the conference, their donations/contributions must still be lodged to fulfill society financial reporting requirements.

4.6 Scientific Program Committee

4.6.1 The Scientific Program Committee is responsible for arranging scientific programs for meetings, workshops and symposia. The Board of Governors should be consulted before planning any panel discussions on potentially controversial or divisive topics.

4.6.2 The Scientific Program Committee shall:

4.6.2.1 Develop criteria for reviewing abstracts. Review and select all abstract submissions to be presented at the conference according to standards proposed by the Scientific Program Committee and approved by the Board of Governors.

4.6.2.2 Select session chairs.

4.6.2.3 Finalize arrangements for symposia.

4.6.2.4 Oversee the final arrangements for the scientific program.

4.6.2.5 Develop and maintain a "Guide to Organizing the Biennial Conference on the Biology of Marine Mammals," which includes such items as setting time limits for oral papers, the number of concurrent sessions, poster format and the number of days of the Biennial Conference.

4.6.2.6 Arrange symposia and plenary topics, with the concurrence of the Board of Governors. Persons who wish to organize symposia or workshops are requested to submit their written proposals in detail to the Chair of the Scientific Program Committee at least six months before the Biennial Conference. The Chair(s) of the Scientific Program Committee and the Chair of the Committee of Scientific Advisors will evaluate the workshop proposals and select the ones to fill the available slots. The Chairs will consult with the President as necessary and the President may ask the Board for advice if prudent. Registration for the Workshops will be handled on the Society's Conference web site. The Society will collect the registration fees for these Workshops. The fee for Society-sponsored workshops will include the cost of audio-visual equipment, coffee/tea, and any other refreshments determined in advance by the workshop organizers and the Conference Committee. The cost of attendance at smaller workshops will likely be higher than at larger workshops as the cost of audio-visual equipment is a fixed cost. Individual members are free to create additional workshops or symposia, but they are responsible for finding space and covering the cost of the space, equipment, and refreshments. No assistance will be provided by the Society other than providing a list of possible sites.

4.7. Awards and Scholarship Committee

4.7.1 The Awards/Scholarship Committee manages most of the Society's activities with regard to awards and scholarships including, but not limited to, determining their monetary value and selection criteria.

4.7.2 Award Types

4.7.2.1 The Society will accept donations for a single, specific conference award or scholarship; the minimum allowable donation for this kind of award is \$1000.

4.7.2.2 The Society also will accept donations for recurring annual or biennial awards; the minimum allowable donation for this kind of award is \$1000, and each award must be no less than \$500. If it is the donor's intent to endow a biennial award that will persist in perpetuity, then the donation must be sufficiently large that, under market conditions, it produces the necessary growth to sustain the principal while also producing sufficient growth to support the biennial award. For example, if growth were four percent per annum, then the original donation would need to be on the order of \$25,000 to support a biennial award of \$2,000.

4.7.3 Award Fund Management

4.7.3.1 Funds donated for all recurring awards are pooled and placed in the Society's investment accounts. The total annual growth of those accounts is distributed proportionally to the individual funds based on their value at the beginning of the year.

4.7.3.2 Funds for recurring awards may increase because of market growth and also can be supplemented by the original or additional donors.

4.7.3.3 When an award fund drops below \$500 and -is not sustained by market growth, the Treasurer and Chair of the Awards and Scholarship Committee will notify the original donor(s) to determine if she/he wishes to supplement the award fund. If that is not the case, and the Board is unable to find alternative ways to supplement the award fund (including use of the general reserves), then — as a formality — the Board of Governors will vote to abolish the award. The outcome of any such vote will be clearly recorded in the Board Report.

4.7.3.4 If an award is abolished, then any remaining funds will go into the general student award fund.

4.7.4.1 The Awards/Scholarship Committee is responsible for —

- a) Establishing new awards and managing ongoing awards.
- b) For each new award, working with the donor or the donor's representative to establish the award name, amount, and selection criteria. The Committee will honor the donor's wishes to the extent possible while ensuring that awards are given in a fair and objective manner.
- c) Establishing a Selection Committee for each award, including at least one representative from the Awards and Scholarship Committee. Her or his primary function is to ensure that all selection criteria and processes are conducted in a fair

and objective manner. The selection committee should comprise at least three additional members. One of these may be the donor or a donor representative, but the donor or donor representative can only serve as a non-voting member of the Selection Committee.

d) Reviewing all Selection Committees and resolving any issues that arise because of real or potential conflicts of interest involving Selection Committee members. Those members should have sufficient expertise to evaluate award winners, but also must declare any real or apparent conflicts of interest that may arise during the Committee's activities. The Chair of the Awards and Scholarship Committee shall determine if a real or apparent conflict of interest is sufficient to exclude a proposed member or remove an appointed member of a Selection Committee. If required, the Chair may seek advice from the President on matters of conflict of interest.

e) Establishing an appropriate system to judge student award winners at each Society biennial conference.

f) Working with the Conference Committee to ensure, to the extent possible, that no student spoken or poster presentations or other award presentations, e.g., the Leatherwood Award, occur on the last day of the Biennial. This restriction is necessary to ensure that there is time to evaluate all presentations eligible for an award, final decisions of judging teams are not unduly delayed, and award certificates and funds can be prepared in time for the Awards Ceremony.

g) Ensuring that appropriate certificates and/or monetary awards are received by winners in a timely manner.

h) Ensuring that outgoing officers and committee chairs are appropriately recognized for their service to the Society.

i) Ensuring that a list of award winners is published as news on the website.

4.7.5 Awards: The following awards currently are recognized and may be presented at the conclusion of The Society for Marine Mammalogy Biennial Conference.

4.7.5.1 Best Spoken Presentation by a Doctoral Student: A cash award and a certificate given to the Doctoral student who receives the highest rating by the Selection Committee for spoken presentation at the Conference.

4.7.5.2 Best Poster Presentation by a Doctoral Student: A cash award and a certificate given to the Doctoral student who receives the highest rating by the Selection Committee for a poster presentation at the Conference.

4.7.5.3 Best Speed Talk Presentation by a Doctoral Student: A cash award and a certificate given to the Doctoral student who receives the highest rating by the Selection Committee for spoken presentation at the Conference.

4.7.5.4 Best Spoken Presentation by a Masters or Bachelors Student: A cash award and a certificate given to a student registered in either a Master of Science (Arts) or Bachelor of Science (Arts) program who receives the highest rating by the Selection Committee for a

spoken presentation at the Conference.

4.7.5.5 Best Poster Presentation by a Masters or Bachelors Student: A cash award and a certificate given to a student registered in either a Master of Science (Arts) or Bachelor of Science (Arts) program who receives the highest rating by the Selection Committee for a poster presentation at the Conference.

4.7.5.6 Best Speed Talk Presentation by a Masters or Bachelors Student: A cash award and a certificate given to a student registered in either a Master of Science (Arts) or Bachelor of Science (Arts) program who receives the highest rating by the Selection Committee for a spoken presentation at the Conference.

4.7.5.7 Best Video Presentation given by any Conference Attendee: A cash award and a certificate given to the presenter who receives the highest rating by the Selection Committee for a video presentation at the conference.

4.7.5.8 Robin Best Memorial Fund Award: A cash award of US\$200 is given to the best overall student presentation at the meeting of the South American Specialists in Aquatic Mammals. This meeting is held in the years between the Society's Biennial Conference. The winner is announced at the awards ceremony at the following Biennial Conference.

4.7.5.9 Frederic Fairfield Memorial Fund Award: A cash award and certificate given to a student who has conducted innovative research in the field of marine mammal biology. The purpose of this award is to acknowledge and support young scientists who have developed or applied pioneering techniques or research tools for studying marine mammals. The award is typically for US\$1500 or more and can be split between two winners.

4.7.5.10 Excellence in Science Communication Award: Cash awards or art work given to non-student conference participants for the best poster and the best oral presentation. Criteria for judging will concentrate more on creative and effective communication of ideas, although scientific method and accuracy will be considered. This award is open to non-students.

4.7.5.11 F. G. Wood Memorial Scholarship: An award presented to the best student paper published in MARINE MAMMAL SCIENCE during the period between the Society's Biennial Conferences. The award includes an opportunity to deliver a plenary session presentation on the topic of the award paper at the Biennial Conference, and funds to cover costs of participation in the Conference (registration, travel, lodging, meals, and necessary incidental expenses). Judging of eligible papers will be done by the Editor in consultation with the Board of Editors. Students wishing to enter the competition should so state at the time a paper is submitted to the Editor for review.

4.7.5.12 John R. Twiss, Jr. Award: A cash award of US\$500 is given to a graduate or post-doctoral student for innovative research related to marine mammal habitat and ecosystem conservation that is published in MARINE MAMMAL SCIENCE during the period between the Society's Biennial Conferences. To be eligible, the student must be the senior author and the paper must have been published within three years of the student's graduation.

4.7.5.13 Stu Innes Memorial Student Travel Bursary: A cash award for US\$1000 is given to assist the travel of a graduate student conducting marine mammal research in the Arctic to

the Society's Biennial Conference to give a spoken or poster presentation. A call for applicants is made prior to the conference.

4.7.5.14 J. Steven Leatherwood Memorial Award: A cash award of US\$1500 is given to the most outstanding presentation on marine mammals in South and Southeast Asia given at the Society's Biennial Conference. Criteria for judging emphasize the conservation value of the research and the availability of funds in the researchers' home country.

4.7.5.15 Kenneth S. Norris Lifetime Achievement Award: A lifetime achievement award, honoring a career of excellence in scientific research on any aspect of marine mammalogy. The award recipient is expected to deliver a plenary session presentation at the biennial meeting and to submit a written paper from their lecture for publication in *Marine Mammal Science*. A nomination committee of four people (the President, President-elect, Chair of the Committee Scientific Advisors, and Journal Editor) will develop a list of four nominees for the award. The award recipient shall be selected from this group by a collective vote of the Board of Governors of the Society and the Board of Associate Editors of *Marine Mammal Science*. The award is principally one of public recognition and acclaim and also includes life-time honorary membership in the Society and a commemorative plaque or media. In addition, the Society will reimburse the recipient for costs of travel, lodging, conference registration, meals, and banquet ticket.

4.7.5.16 John E. Heyning Research Award: A cash award provided in support of the best proposal received from an established researcher to investigate any aspect of cetacean integrative biology - comparative studies that relate diverse aspects of biology within an evolutionary context. This biennial award is for US\$5000. The grant is open to established researchers who are members of the Society; students are not eligible.

4.7.5.17 The Emily B Shane (EBS) Award supports conservation-oriented, non-harmful research on free-ranging odontocetes and sirenians. The award, given annually, is for US\$10,000. The award may be to a single applicant or may be divided between two applicants. Awards are for one year maximum in duration and applicants may apply more than once for the same project. This award is open to all researchers.

4.7.5.18 The Louis M. Herman Research Scholarship supports research that contributes to the understanding of dolphin cognition, humpback whale behavioral ecology, or humpback whale communication. The Fund also may support research on cognition in other marine mammals. The Fund will grant an award of up to USD \$5,000 every two years. An additional USD \$500 travel grant will be included if the successful applicant presents the results of the funded research at one of the SMM's biennial conferences. Eligible candidates include graduate students and scientists who have completed their Masters or Ph.D. degree within the past three years.

4.8 Nominations/Elections Committee

4.8.1 The responsibility of the Nominations/Election Committee is to provide the Board of Governors with a slate of no more than two candidates per office, produce and mail and/or transmit electronically the ballots, and count the ballots. The Committee shall consist of at least three Society members appointed by the Nominations/Elections Committee Chair and

approved by the Board of Governors. None of these appointed members shall be a voting member of the Board of Governors.

4.8.2 In addition to the Board of Governors-approved slate of candidates, additional candidates may be nominated by Society members during General Members' meetings at biennial conferences. All candidates must be current members of the Society, be willing to serve as a member of the Board of Governors and provide a one paragraph background and vision statement (not to exceed 150 words) for use on the ballot, except for President-Elect candidates which may provide a background and vision statement of up to 300 words.

4.8.3 The Society's web site shall have a standing announcement of the election schedule and a call for nominations to be made at the General Members Meeting. Elections will be held no later than May, following the previous Biennial. The Nominations/Elections Committee will provide the webmaster with the list of nominations and the background/vision statements. The webmaster will formulate an electronic ballot in the Members section of the Societies website and will ensure that Members can vote only once. Electronic ballot results will be reported by the webmaster to the Nominations/Elections Committee which will convey those results to the President. In elections involving more than two candidates for a single office, the candidate receiving the plurality of votes is elected.

4.9 International Relations Committee

4.9.1 The International Relations Committee develops mechanisms to ensure active involvement in the Society of scientists, professionals and students from countries other than the U.S. and Canada. The Committee addresses issues of international interest, particularly those pertaining to costs associated with participating in Society meetings and accessing Society publications, such as membership fees, awards, and distribution of MARINE MAMMAL SCIENCE to libraries. The Committee reviews applications for conference support for non-student marine mammal scientists from developing and soft-currency countries, decides which applicants merit support, and invites them in priority order after receiving advice from the Conference Committee on how many applicants can be supported on the basis of the funds available.

4.10 The Ethics Committee

4.10.1 The Ethics Committee will inform the Society's Board of Governors and Society members of ethical considerations for marine mammal science. The Chair of the Ethics Committee will oversee the review and suggested revisions to the Society's "Ethics Guidelines" and report to the Board of Governors on necessary considerations for revisions to those guidelines. Under certain circumstances the Ethics Committee may need to bring issues to the Board. This will be done when a decision cannot be reached by a vote or if the Ethics Committee Chair feels that a matter it is reviewing is of significant controversy or sensitivity that guidance from the Board is advisable.

4.11 Student Affairs Committee

4.11.1 The Student Affairs Committee shall:

4.11.1.1 Organize a Student Affairs Workshop and other potential student activities to be held at the Biennial Conferences, which would ideally emphasize acquiring skill and advice from professionals, as well as fostering connections between Student members.

4.11.1.2 Develop and implement a scheme to distribute student travel grants to the Biennial Conferences.

4.11.1.3 Facilitate and encourage the formation of Society Student Chapters, which includes maintaining, updating, and implementing the Student Chapter Guidelines and Application Form.

4.11.1.4 Communicate relevant information to Student Members and provide the Board of Governors with information relating to student affairs.

4.11.1.5 Support the *ad hoc* Communications Committee in coordinating messaging and content for the Society's social media sites.

4.12 The Conservation Committee:

4.12.1 The Conservation Committee advises the Board of Governors on matters related to the conservation and management of marine mammals and provides the Board of Governors with information that may be requested from time to time.

4.12.2 The Conservation Committee develops Presidential Letters as a mechanism to provide timely comment on the evidence base for issues related to the conservation and management of marine mammals where the majority of the Society's membership likely would hold the same opinion.

4.12.3 The Conservation Committee decides whether to propose recipients of the Conservation Merit Prize to the Board. The Prize is only given when the Committee finds a case of exceptional merit and may not be awarded at every biennial.

4.12.4 The Conservation Committee evaluates and/or develops proposals for Expert Conservation Panel Meetings to address critical conservation threats to marine mammals where progress in addressing these threats can be achieved through short focused meetings with a small number of invited experts. Proposals with full budget will be submitted to the Board for approval.

4.13 The Committee on Taxonomy

4.13.1 The Committee on Taxonomy prepares a List of Recognized Species and Sub-Species of Marine Mammals for posting on the Society Website. Decision on content is by majority vote of the Committee.

4.13.2 The Committee on Taxonomy updates the List as new descriptions of species or subspecies or other taxonomic actions appear in the technical literature, adhering to the principles and procedures specified in the International Code of Zoological Nomenclature

(Fourth Edition 1999) and opinions and directions issued by the International Commission on Zoological nomenclature. Decision on updates is by majority vote of the Committee.

4.13.3 On request from the Editor of Marine Mammal Science, the Committee on Taxonomy reviews manuscripts dealing with formal descriptions of new taxa or other taxonomic actions.

4.13.4 As requested, the Committee on Taxonomy prepares advice to Members on questions relating to the description of new taxa or other aspects of taxonomy.

4.13.5 As requested, the Committee on Taxonomy carries out other duties as assigned by the President.

4. 14 DIVERSITY AND INCLUSION COMMITTEE

The Society recognizes that the field of marine mammal science is only strengthened by the participation of people representing all ages, career stages and professional status, races, national, cultural, and socio-economic backgrounds, genders, gender identities, sexual orientations, and physical abilities.

4.14.1 The Diversity and Inclusion Committee advises the Board of Governors on strategies for monitoring, increasing, and maintaining diversity in the Society membership and at society sponsored events.

4.14.2 The Diversity and Inclusion Committee will develop subcommittees that reflect the focus on various areas identified as critical for increasing diversity in the Society. These sub-committees might include (but are not limited to) women and families, under-represented minorities, indigenous peoples, LGBTQIA+, differently abled, and geographic equality. Sub-committee structure will be evaluated regularly to determine relevance.

4.14.3 The Diversity and Inclusion Committee chair will consult with other committees upon their request regarding their activities to determine if they are considering all aspects of diversity and inclusivity.

4.14.4 The Diversity and Inclusion Committee will work closely with the Membership Committee to monitor demographics of the Society and how they change over time. The Committee will use these data to target activities that will increase diversity of the Society.

4.14.5 The Diversity and Inclusion Committee will host activities (e.g., workshops, seminars, panel discussion) to engage Society membership in current issues regarding diversity, inclusion, equity, and justice. The goals of these activities will be to not only bring awareness to issues, but also to identify activities the Society can undertake to improve diversity and inclusion in the Society.

4.15 The Fellows Committee

4.15.1. The Fellows Committee is responsible for recommending to the Board of Governors members whose service to the Society and to marine mammal science and conservation warrant their appointment to Fellow status. A nomination for advancement to Fellow is appropriate any time after an individual has been a Full member of the Society for Marine Mammalogy for a minimum of five years. These years do not have to be contiguous.

4.15.2. The Committee will select fellows every other year, during non-conference years. The Members-at-Large will function as the Co-Chairs of the Committee. They will form a committee of seven members holding Fellow status, and at least one contributing, but not voting student member, with attention paid to diversity of representation. Members will serve staggered, four-year terms.

4.15.3. The Fellows Committee shall establish a process for evaluating nominations that incorporates the following features:

4.15.3.1. A biennial call for nominations at least three months before the deadline for the completed dossiers.

4.15.3.2. Each dossier shall be sent to the Chairs of the Committee prior to the deadline and shall include: (1) a letter of nomination, which must come from a current SMM member, (2) two seconding letters, one of which must come from a current SMM member, (3) a complete vitae of the nominee, and (4) the proposed maximum 20 word citation for the Fellow (e.g., *Kenneth S. Norris – for efforts to found the Society and contributions to the process of dolphin echolocation and hearing*). Letters should provide insight into a nominee's conspicuous service, notable contributions to the advancement and diffusion of the knowledge of marine mammal science, or the fostering of its practical applications through the conservation of marine mammals. Letters should be understandable to all Fellows Committee members, not only to those in closely related technical fields.

4.15.3.3. Nominators should recognize that the Committee will consider the following factors in approving or disapproving a nomination for Fellow: (1) service to the Society; (2) contributions to marine mammal science including activities such as publications and presentations, field work, research and development, or administrative and logistical support; or (3) contributions to the teaching or dissemination of knowledge of marine mammal science and conservation. Due to the diversity of disciplines and activities of The Society for Marine Mammalogy members, the relative importance of these factors will differ from candidate to candidate. The Fellow candidate would be expected to

be exemplary in, and have made substantial contributions to, at least one of these factors (e.g. be in the top 10% of the membership).

4.15.4. The Fellows Committee shall evaluate nominations in the following manner:

4.15.4.1. The Committee Chairs shall prepare the dossier by removing identifying information about the nominator and seconders to ensure a blind review. The nomination dossier is sent by the Committee Chairs to two committee members for review, one who will be the cognizant lead and write the recommendation (see below), and a second reader. The Committee Chairs will send the dossiers not later than 30 days before the next meeting (physical or on-line) of the Committee. The review request includes an option for the committee member to decline due to a conflict of interest. If the Committee member reports a conflict of interest, the Chairs will identify another member of the Committee to review the dossier.

4.15.4.2. The cognizant member reviews dossier in detail and writes a recommendation.

4.15.4.3. All dossiers and cognizant member reviews are sent to all Committee members prior to the scheduled meeting.

4.15.4.4. Members review all dossiers prior to the Committee meeting.

4.15.4.5. Each nomination is discussed at the Committee meeting for as long as needed followed by a vote recorded by the Chairs who will not participate in the vote.

4.15.4.5.1. Vote may be taken to recommend for or against granting Fellow status. The decision is advisory; final decision is made by the Board of Governors.

4.15.4.5.2. Vote may be taken to defer the decision pending additional information or further documentation.

4.15.4.5.3. A simple majority of those eligible to vote rules.

4.15.4.5.4. A quorum for voting shall consist of 2/3 of the Committee members.

4.15.4.5.5. After a vote for approval, the Committee discusses and, if necessary, modifies the citation.

4.15.4.6. Chairs contact nominators of deferred or denied candidates and inform them of the decision and the reasoning behind it.

4.15.4.7. Chairs present committee's decisions, along with a record of the vote count, to the Board.

4.15.5. The Committee has strict conflict of interest rules.

4.15.5.1. Committee members cannot nominate candidates for Fellow status.

4.15.5.2. Members of the Committee do not vote on candidates with whom they have a conflict of interest and shall not be present during the vote.

4.15.5.3. The Members-at-Large do not vote on the candidates for approval by the Board of Governors.

4.15.5.4. Current members of the SMM Board are not eligible for consideration for Fellows status.

4.15.6. Upon approval of the Board, the President will write a congratulatory letter to the Fellow and inform them that their name and citation will be published in the Society Newsletter and *Marine Mammal Science* and shared through our social media outlets.

5. AD HOC COMMITTEES

5.1 AD HOC COMMUNICATIONS COMMITTEE

5.1.1. The *ad hoc* Communications Committee advises the Board of Governors on matters regarding the use of social media by the Society. This committee should minimally include representatives from the Education Committee, Membership Committee and Student Affairs Committee, as well as the Society Webmaster. The *ad hoc* Communications Committee reports to the chair of the Education Committee.

5.1.2. The *ad hoc* Communications Committee maintains the Society's Social Media Policy, which provides guidelines on best practices for the use of social media for the Society's communications to members and the public.

5.1.3. The ad hoc Communications Committee manages and maintains the Society's social media sites, including Facebook, Twitter (X), LinkedIn, Instagram, etc.

5.2 AD HOC ARCHIVES COMMITTEE

5.2.1. The *ad hoc* Archives Committee reviews the structure and content of the SMM archives, to supplement existing material, and to enhance accessibility to archived material. The *ad hoc* Archives Committee reports to the chair of the Committee of Scientific Advisors.

5.2.2. The *ad hoc* Archives Committee evaluates the current structure of the SMM archives, including principles of establishment, and rules of access.

5.2.3. The *ad hoc* Archives Committee develops a new access policy, if needed, to be presented to the Board.

5.2.4. The *ad hoc* Archives Committee determines general categories of materials present in the archives.

5.2.5. The *ad hoc* Archives Committee evaluates which materials might be of greatest use to SMM members.

5.2.6. The *ad hoc* Archives Committee makes digital copies of materials to be linked to the SMM history webpage (meeting minutes, newsletters, abstract books from previous conferences).

5.2.7. The *ad hoc* Archives Committee catalogs materials in archives.

5.2.8. The *ad hoc* Archives Committee augments/supplements archives with missing/new material.

5.3 AD HOC STRATEGIC PLANNING COMMITTEE

Multiple factors have affected the Society's operating budget and investments in recent years (2020 to date), including the global pandemic, subsequent economic downturn, and the delay of our Florida conference. These events have negatively impacted the financial status and functioning of the Society. The Society, thus, must update its business model, which will require taking a strategic approach to maintain its sustainability into the future while providing great service to the membership.

To achieve these goals, an *ad hoc* Strategic Planning Committee was established.

5.3.1. The *ad hoc* Strategic Planning Committee reports to the President and shall:

5.3.2. Suggest processes and actions aimed at securing the long-term financial health of the Society. These could include, but may not be limited to; (1) reducing immediate operating costs, (2) enhancing revenue streams, and (3) establishing a robust business model structure for the Society.

5.3.3. The *ad hoc* Strategic Planning Committee will include members of past and present Boards, to provide historical context, and their insights and experience, and current members of the Board, to provide their insights and the immediate status and needs of the Society.

5.3.4. The *ad hoc* Strategic Planning Committee will meet regularly and work with all speed, to provide the Board with its suggestions in written form. The *ad hoc* Strategic Planning Committee is only advisory, and any steps taken will be the responsibility of the current Board. The Board is not obligated to report back to the *ad hoc* Strategic Planning Committee, although the Board is encouraged to record in some manner their response to the *ad hoc* Strategic Planning Committee recommendations (e.g., official minutes or some other document that can be archived) so that those records could be reviewed later to assist future Boards of their reasoning.

6. INVESTMENT FUNDS

6.1 SMM CONSERVATION FUND

6.1.1 Establishment and purpose. The Society for Marine Mammalogy (Society) established its “Conservation Fund” (Fund) in 2018. Its purpose is to support research and education projects that are likely to catalyze actions to save the world’s most endangered marine mammals.

6.1.2 Regulations. The Society was established in the State of California and is subject to that state’s Uniform Prudent Management of Institutional Funds Act (UPMIFA). The Fund was established and will grow based, in large part, on donor contributions accompanied by donor restrictions consistent with the Fund’s purpose. Accordingly, the Society classifies the amount in its Conservation Fund as net assets with donor restrictions until the Board appropriates amounts for expenditure consistent with the Fund’s purpose.

6.1.3 Accumulations and appropriations. In accordance with UPMIFA, the Society considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) general economic conditions, (2) possible effect of inflation or deflation, (3) the expected tax consequences, if any, of particular investment decisions or strategies, (4) the role each investment or course of action plays within the overall portfolio of the fund, (5) the expected total return from income and the appreciation of investments (6) other resources of the institution, (7) the needs of the Society to make distributions and to preserve capital, and (8) an asset’s special relationship or special value, if any, to the charitable purposes of the institution.

6.1.4 Management. The SMM Conservation Fund is managed by the Treasurer as a separate mutual fund or collection of mutual funds that is independent from the Society’s general funds. The Treasurer will work in consultation with the Conservation Fund Coordinator, who is appointed by the SMM President from the Board of Governors. The Coordinator will lead fund-raising efforts until the critical startup threshold is reached. Once that threshold is reached, the coordinator will organize calls for proposals and proposal reviews.

6.1.5 Investment policy and risk management. The selection of investments shall be approved by the Board and the Conservation Fund Coordinator, with input from the Society's Investment Adviser. The Society's investment portfolio shall seek to provide an inflation-adjusted average annual return of at least 5% that could then be used to support research and education grants. Upon Fund initiation, the portfolio was limited to a single equity fund based on its (a) diversification, (b) performance over the past 10 years compared to similar funds, (c) expense, and (d) consideration of environmental, social, and governance factors (judged largely on the basis of Morningstar's Sustainability rating). The Society believes its approach involves an intermediate level of risk that should allow long-term continuity for the Fund.

6.1.6 Expenditure policy. The Society anticipates three types of expenditures associated with the Conservation Fund.

- a. Investment advisor fees will be paid on a percentage basis with the intent to limit annual fees to no more than 0.5% of the total holdings of the Fund.
- b. Withdrawals from the Fund (other than investment advisor fees) must be approved by the Treasurer and President of the SMM.
- c. Allocations for research/education projects will be made on a competitive basis. Unless modified by the Board of Governors, the annual amount available for distribution will be restricted as follows:
 1. No distributions will be made until the Fund principal reaches \$1.5M.
 2. When the total Fund amount is at \$1.5M, the total annual distribution for the fund will be limited to 6% of the Fund's net asset value (NAV) or 4% of the NAV if the Fund is considered to be underwater (see 6.1.7). If, as anticipated, the Board approves a 2-year funding cycle for proposals, twice these annual percentages may be withdrawn on a biennial basis.
 3. For perspective, an annual return of 5% on \$5.0M would provide \$250,000 that could be used to support 5 grants of \$50,000 each or 10 grants of \$25,000 each per two-year funding cycle.
- d. Small amounts (i.e., less than \$500 annually) may be required for management of distributions (e.g., wired distributions). Those funds will be provided from the Society's administrative budget.

6.1.7 Underwater funds. The Board interprets UPMIFA as requiring the maintenance only of amounts gifted to the Fund. As a result, the Society considers the Fund to be underwater only if its fair market value is less than the sum of the initial and subsequent contributions to the Fund. The Fund could be underwater because of investment loss or investment manager fees. The Board also interprets UPMIFA as allowing expenditures from underwater funds under appropriately prudent conditions.

6.1.8 Proposal solicitation and review, project management and financial oversight. Before distributing assets from the Conservation Fund, the Society shall establish guidelines for

proposal solicitation and review, project management, and financial oversight and shall incorporate these guidelines into the Society's governing documents.

6.1.9 Annual statement of net annual assets. At the beginning of each year the Society will provide on its website an up-to-date statement of the net assets in the Conservation Fund at the end of the previous year. That statement will include (a) a reconciliation of beginning and ending balances by asset, (b) the net investment return, (c) any contributions, (d) all expenditures, (e) a determination as to whether the Fund was underwater and any related adjustments in Fund management, and (f) any other notable changes. The statement will also provide a description of the Society's interpretation of UPMIFA as it pertains to (1) how the organization determines the net asset classification of donor restricted endowment funds and (2) its ability to spend from underwater endowment funds.

6.1.10 The SMM Treasurer and Conservation Fund Coordinator shall investigate financial mechanisms to facilitate direct transfers of private funds into the Conservation Fund through wills, living trusts, named beneficiaries, etc. and will make this information available on the Society website.