

BY-LAWS  
of the  
SOUTHERN ASSOCIATION FOR PUBLIC OPINION RESEARCH

ARTICLES I

Offices

Section 1. Principal Office.

The principal office of the Southern Association of Public Opinion Research (hereinafter called SAPOR) shall be at the office of the President of SAPOR.

Section 2. Other Offices.

SAPOR may have offices at such other place or places as from time to time the Executive Council may determine or the business of SAPOR may require.

ARTICLES II

Membership

Section 1. Charter Members.

All persons who at the date of recognition as a regional chapter of the American Association for Public Opinion Research (hereinafter called AAPOR) were members of SAPOR shall constitute the charter Members of SAPOR.

Section 2. Membership Qualifications.

Any person professionally engaged or interested in research or study in the field of public opinion and social behavior, who has read and subscribes to the Code of Professional Ethics of AAPOR, shall be accepted as a member of SAPOR.

Section 3. Classes of Membership.

SAPOR shall have two classes of Members: SAPOR/AAPOR members and SAPOR only members. Members signing up for AAPOR that do not select a regional chapter and SAPOR only members will be required to pay membership dues.

Section 4. Duration and Termination of Membership.

A member shall continue as such until death or until termination of membership as hereinafter provided. Any member can voluntarily withdraw from SAPOR by giving written notice of withdrawal to the President or Secretary-Treasurer of SAPOR or by not paying his or her annual membership dues.

ARTICLES III

## Meeting of Members

### Section 1. Annual Meetings.

The annual meeting of the Members for the election of officers and for the transaction of other business shall be held at a time to coincide with the SAPOR conference, or, at any time agreed upon by the Executive Council.

### Section 2. Place of Meetings.

Place of Meetings. Each meeting of the members of SAPOR shall be held at such place as fixed by the Executive Council and specified in the notice or waiver of notice of said meeting.

### Section 3. Notice of Meetings.

Notice of Meetings, Proxies. Notice of each meeting of members, whether annual or special, shall be given to each member entitled to vote thereat, stating the purposes thereof and every matter to be voted thereon together with a proxy enabling each such member to vote either for or against every such matter, not less than twenty (20) nor more than forty (40) days before the day on which the meeting is to be held. Members shall be notified electronically or by printed notice, at the electronic or mail address last known to the Secretary-Treasurer of SAPOR. Except where expressly required by law, no publication of any notice of a meeting of the members shall be required. Notice of any meeting of members shall not be required to be given to any member who shall attend such meeting in person or by proxy. Notice of any adjourned meeting of the members shall not be required to be given except where expressly required by law.

### Section 4. Special Meetings.

A special meeting of the Members for any purpose, unless otherwise prescribed by the statute, may be called at any time by the President or by order of the Executive Council and shall be called by the President or Secretary upon request in writing of twenty-five percent (25%) of the Members entitled to vote thereat.

### Section 5. Voting.

At each meeting of the Members, every SAPOR/AAPOR Member shall be entitled to vote in person or in proxy on all SAPOR and AAPOR issues. SAPOR only Members shall not be entitled to vote or hold office in SAPOR.

### Section 6. Quorum.

A quorum for the transaction of SAPOR business shall consist of as many members who are in attendance in person or by signed proxy at any meeting duly announced by notices detailing the issues to be voted upon and sent in accordance with section 4 above, except that mail or electronic balloting will be required for the election of officers.

### Section 7. List of members.

It shall be the duty of the Secretary to prepare with the Treasurer a complete list of the Members entitled to vote.

Section 8. Membership Year.

The membership year of SAPOR shall span that period from the close of the annual conference held each calendar year until the end of the following calendar year, unless otherwise determined by the Executive Council. Eligibility for a membership year shall be determined by how and when membership dues are paid. Dues paid directly to SAPOR any given year up until noon the last day of the annual conference allows for membership up until the end of the following calendar year. SAPOR dues paid through AAPOR in the months of January through September of a calendar year allows for membership in SAPOR throughout the calendar year. SAPOR dues paid through SAPOR from October through December in a given year allows for membership from the time the dues are paid through the rest of the following calendar year.

ARTICLES IV

EXECUTIVE COUNCIL

Section 1. General Powers.

The property, affairs, and business of SAPOR shall be managed by the Executive Council.

Section 2. Number, Election, Qualifications, and Terms of Office.

The Executive Council shall be comprised of the President, Vice President, Past President, Secretary, Treasurer, Conference Chairperson, and Conference Vice Chairperson, and such other officers and representatives of the membership as deemed appropriate.

The Executive Council shall be elected in the following manner: The Committee on Nominations and membership appointed by the President shall prepare and submit to the Members entitled to vote at any annual or special meeting or by mail, the names of candidates, together with short biographies thereof, for each office to be filled by election. No person can be made a candidate without his/her prior approval. Officers shall be elected by a plurality of the votes of the Members entitled to vote at any annual or special meeting of the Members. Officers must be SAPOR/AAPOR Members. No person shall hold more than one position on the Executive Council.

The term of office of each Executive Councilor shall be as follows:

(a) The Vice President shall have a term of office of one year at the end of which he/she shall become President. The President shall have a term of office of one year at which he/she shall become Past President.

(b) The Secretary, Treasurer, and Chairperson of Committees shall have terms of office of two years.

(c) The Conference Chairperson shall, with the Executive Council, select a Conference Vice Chairperson to assist the Chairperson in the first year at the end of which he/she shall become Conference Chairperson.

Section 3.       Resignation.

Any Executive Council member of SAPOR may resign as an officer or chair at any time by giving written notice to the President or the Secretary-Treasurer of SAPOR. Such resignation shall take effect at the time specified therein and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4.       Removal.

Any Executive Councilor may be removed as such as an officer or chairperson with or without cause by a vote, at annual or special meeting of the Members, of two-thirds (2/3) of the Members present in person or by proxy (other than such Executive Councilor) entitled to vote thereat, after such removal was first proposed by the Executive Council or Twenty-five percent (25%) of the Members entitled to vote at any annual or special meeting of the Members and submitted to the Executive council.

Section 5.       Regular Meetings.

Regular meetings of the Executive Council may be held at such places and at such times as the Executive Council shall determine and shall be held at least once a year. Notice of regular meetings need not be given. Special meetings will be announced by mail.

Section 6.       Vacancies.

Any vacancy in the Executive Council caused by death, resignation, disqualification, removal, an increase in the number of Executive Council members, or any other cause, except a vacancy in the office of Past President, if not filled by the members pursuant to section 2 of this article, shall be filled by a vote of a majority of the remaining Executive Council members and each Executive Council member so chosen or chosen by the members pursuant to section 2 of this article shall also succeed to the office or chair to which elected and shall hold office until the expiration of the predecessor's term; provided, however, that if the office of President shall become vacant, the Vice-President shall become President and hold such office until fifty (50) days after the annual meeting of members next following the expiration of the predecessor's term of office or until the day following the termination of the annual conference at which the new president is elected.

Section 7.       Committees.

The Executive Council may establish such committees of the Executives Council having such duties and powers as it may deem appropriate. A majority of all the Members of any such committee may fix its rules of procedure, determine its action, and fix the time and place of its meetings and specify what notice thereof, if any, shall be given, unless the Executive Council shall otherwise provide. The Executive Council may change the members of any such committee with or without cause at any time.

Section 8. Place of Meetings, etc.

Except as otherwise provided by law, the Executive Council may hold its meetings, have one or more offices, and keep the books and records of SAPOR at such place or places as the Executive Council may from time to time determine.

Section 9. First Meeting.

After each annual election of Executive Council members on the day they take office pursuant to section 2 of this article, the Executive Council shall meet for the purpose of organization and the transaction of other business. Notice of such meeting need not be given. Such meeting may be held at any other time or place which shall be specified in a notice given as hereinafter provided for special meetings of the Executive Council or in a consent and waiver of notice thereof signed by all the Executive Council members.

Section 10. Regular Meetings.

Regular meetings of the Executive Council may be held at such places and at such times as the Executive Council shall determine and shall be held at least once a year. If any day fixed for a regular meeting shall be a legal holiday at the place where the meeting is to be held, then the meeting which would otherwise be held on that day shall be held at such place at the same hour and on the next succeeding business day not a legal holiday. Notice of regular meetings need not be given.

Section 11. Special Meetings Notice.

Special meetings of the Executive Council shall be held whenever called by the President, Vice-President, or Secretary-Treasurer. Notice of each such meeting shall be conveyed electronically or by printed notice to each Executive Council member, at the electronic or mail address last known to the Secretary-Treasurer, at least three calendar days before the day on which the meeting is to be held. Each such notice shall state the time and place of the meeting but need not state the purposes thereof, except as otherwise herein expressly provided. Any meeting of the Executive Council shall be a legal one without any notice thereof having been given, if all the Executive Council members then in office shall be present thereat.

Section 12. Quorum and Manner of Acting.

Except as otherwise provided by statute, one half (1/2) of the total number of Executive Council members (but not less than two) shall be required to constitute a quorum for the transaction of business at any meeting, and the act of a majority of the Executive Council members present at any meeting at which a quorum shall be present shall be the act of the Executive Council. In the absence of a quorum, most of the Executive Council members present may adjourn any meeting from time to time until a quorum can be had. Notice of any adjourned meeting need not be given. Roberts Rules of Order shall prevail at meetings of the Executive Committee and members.

Section 13. Remuneration.

Executive Council members as such or as officers or committee or Conference Chair, shall not receive any salary for their services, but by resolution of the Executive Council a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular and special meeting of the Executive Council. Nothing herein contained shall be construed to preclude any Executive Council member from serving SAPOR in any other capacity and receiving remuneration, therefore.

Section 14. Action by Consent.

Any action required or permitted to be taken at any meeting of the Executive Council, or of any committee thereof, may be taken without a meeting, if prior to such action a written consent thereto is signed by all members of the Executive Council or of such committee as the case may be, and such written consent is filed with the minutes of proceedings of the Executive Council or committee.

## ARTICLES V

### Officers

Section 1. Number.

The officers of SAPOR shall be a President, a Vice President, a Past President, a Secretary, a Treasurer, a Conference Chairperson, a Conference Vice Chairperson, and such other officers and agents as may be appointed by the Executive Council pursuant to section 2 of this article.

Section 2. Other Officers.

SAPOR may have such other officers and agents as may be deemed necessary by the Executive Council. Such other officers and agents shall be appointed in such manner, have such duties and hold their offices for such terms as may be determined by the Executive Council.

Section 3. The President.

The President shall be responsible for fulfilling the purpose of SAPOR. He or she shall serve as Chairperson of the Executive Council and as the official representative of SAPOR in its relations with other organizations and the public.

Section 4. The Vice President.

In the event of the absence or disability of the President, the vice President shall perform all duties of the President, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the President. Except where by law the signature of the President is required, the Vice President shall possess the same power as the President to sign all certificates, contracts, obligations, and other instruments of SAPOR.

Section 5.     The Secretary.

The Secretary shall keep the minutes of all the proceedings of the meetings of the members and of the Executive Council in one or more books to be kept for that purpose. The Secretary shall be responsible for communicating with the Membership and shall also be responsible for preparing the submitting to the Executive Council an annual report of SAPOR activities and membership and to include the Treasurer's annual report of finances to be submitted to AAPOR in compliance with the recognition agreement.

Section 6.     The Treasurer.

The Treasurer shall keep and disburse the moneys of SAPOR, as directed by the Executive Council, shall keep correct books of account, shall render to the President and to the Executive Council at the regular meetings thereof, or whenever requested by them, reports of financial transactions by him or her and of the financial condition of SAPOR, and shall prepare an annual report of SAPOR finances to be included in the Secretary's report for AAPOR.

Section 7.     The Conference Chairperson.

The Conference Chairperson shall be responsible for arranging the annual conference in form and content. He/she shall seek approval of the Executive Council on conference plans.

Section 8.     The Conference Vice Chairperson.

The Conference Vice Chairperson shall assist in conference coordination for one year and assume the responsibilities of the Conference Chairperson in the following year.

ARTICLES VI

FINANCES

Section 1.     Membership Dues.

The Executive Council shall from time to time determine annual dues to be paid by Members and the manner and time of assessment and collection thereof.

Section 2.     Fiscal Year

The fiscal year of SAPOR shall be the period from the close of the last annual meeting held each calendar year to the close of the next meeting, unless otherwise determined by the Executive Council.

Section 3.     Checks, Contracts, etc.

All checks, drafts, or bills of exchange or other orders for the payment of money issued in the name of SAPOR shall be signed on behalf of SAPOR by either the President, the Vice-President, Conference Chair, Associate Conference Chair, the Secretary-Treasurer, or the Associate Secretary-Treasurer. Except as specifically authorized by the Executive Council, no officer, agent,

or employee shall have any power or authority to bind SAPOR by any contract or engagement or to pledge its credit or to render it liable for any pecuniary purpose.

Section 4. Loans.

No loan or advance shall be contracted on behalf of SAPOR, and no negotiable paper shall be issued in its name, unless authorized by the Executive Council. Loans and advances so authorized by the Executive Council may be affected at any time for SAPOR from any bank, trust company, or other institution, or from any firm, corporation, or individual. All bonds, notes and other obligations or evidences of indebtedness of SAPOR issued for such loans and advances shall be made, executed and delivered by two persons, one of whom shall be the President or Vice-President and the other of whom shall be the Secretary-Treasurer. When so authorized by the Executive Council, any and all stocks, securities and other personal property held or owned by SAPOR may be pledged, hypothecated and transferred as security for the payment of any and all loans, advances, indebtedness and liabilities of SAPOR and of the interest thereon, and to that end may be endorsed, assigned and delivered by the President or Vice-President. The private property of the members of SAPOR shall not be subject to the payment of SAPOR debts to any extent whatsoever.

Section 5. Deposits.

All funds of SAPOR not otherwise employed shall be deposited from time to time to the credit of SAPOR in such banks, trust companies or other depositories as the Executive Council may select. The Executive Council may make such special rules and regulations with respect to such bank accounts, not inconsistent with the provisions of these bylaws, as it may deem expedient. For the purpose of deposit and for the purpose of collection for the account of SAPOR, checks, drafts, and other orders for the payment of money which are payable to the order of SAPOR shall be endorsed, assigned, and delivered by either the President, the Vice-President, or the Secretary-Treasurer.

ARTICLES VII

Section 1. The Code.

Members of SAPOR subscribe to the Code of Professional Ethics and Practices of AAPOR.

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ARTICLES VIII

Amendments

Section 1. Amendments.



These bylaws shall be subject to alteration, amendment or repeal, and new bylaws not inconsistent with any provision of the AAPOR Certificate of Incorporation may be made. Except as provided in these bylaws of SAPOR, no amendment, change, alteration or repeal of any provision of the bylaws of SAPOR, or any amendment thereof, shall be made and effected unless it shall have been approved by the vote, at any annual or special meeting of the members, of two-thirds of the members present in person or by proxy entitled to vote thereat as provided in the bylaws of SAPOR, after having first been proposed by (1) the Executive Council, or (2) ten percent (10) of the members entitled to vote at any annual or special meeting of the members as provided in the bylaws of SAPOR, and submitted to the Executive Council not less than fifty (50) days prior to the date of the meeting of the members at which a vote upon such amendment, change, alteration, or repeal of such provision is requested to be taken. Any proposed changes to these bylaws shall be provided to SAPOR members for review not less than two weeks prior to the meeting where the vote will occur.