

Bylaws of the Society for the Psychology of Human-Animal Intergroup Relations

(March 2022)

Article 1: Name and Offices

Section 1. The organization is called the Society for the Psychology of Human-Animal Intergroup Relations, also known as the PHAIR Society.

Section 2. The PHAIR Society is hosted at the University of Kent in the United Kingdom. The Society may have other such offices, either within or without the United Kingdom, as the Board of Directors may determine.

Article 2: Mission, Objectives, and Positions

Section 1. The mission of the Society is to provide a forum for scientific scholarship that supports justice for non-human and human animals. PHAIR welcomes a diversity of opinions about what constitutes justice and how to achieve it; the Society's primary focus is on using psychological science to help answer these questions.

Section 2. The Society is a nonprofit scientific and educational organization and aims to attain its mission described in Article 2, Section 1 by:

1. publishing manuscripts that advance scientific research, theory, and/or practice;
2. organizing meetings and activities;
3. facilitating and promoting scientific communication and cooperation between members, and between members and those outside the Society.

Section 3. In practice and at all PHAIR-related events, we take a strict position against speciesism and animal exploitation.

Section 4. No part of the net earnings of the Society shall inure to the benefit of any director, officer, or member, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Society affecting its authorized purpose), and no director, officer, or member of the Society, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Society.

Article 3: Membership

Section 1. The Society consists of full members, graduate student members, student members, and associate members.

Section 2. Membership is granted to any person who a) applies for membership and b) is approved by the Board of Directors. Specific criteria for membership will be determined by the Board of Directors in line with Sections 3-6 of Article 3.

Section 3. Full membership is confined to individuals who have been awarded a PhD (or an equivalent degree) in psychology or closely related discipline and have published scientific work relevant to the general mission of the PHAIR Society. Full members are eligible to participate in all affairs of the Society other than the formal meeting of the Board of Directors and have the right to hold such offices and vote in elections.

Section 4. Graduate student membership is confined to individuals enrolled in a doctoral program leading to a PhD (or equivalent degree) in psychology or closely related discipline with an interest in contributing to the mission of the PHAIR Society.

Section 5. Student membership is confined to individuals enrolled in a non-doctoral program (e.g., BSc or MSc) in psychology or closely related discipline with an interest in contributing to the mission of the PHAIR Society.

Section 6. Associate membership is confined to individuals with a professional interest in the mission of the PHAIR Society who do not meet the criteria of the other membership categories.

Section 7. Termination of Membership. The Board of Directors, by unanimous vote of all members of the Board at any time, may suspend or expel a member for cause.

Section 8. Resignation. Any member may resign by filing a written resignation to the President.

Article 4: General Meeting of Members

Section 1. A general meeting of the members shall be held once every two calendar years for the purpose of educating members about the psychology of human-animal intergroup relations. The Board of Directors shall have the sole authority to organize this meeting. This meeting can be virtual, in person, or hybrid, and the exact time, place, and format will be determined by the Board of Directors.

Section 2. Members will be given notice of general meetings not less than ninety days before the date of such meeting by the President or their designee.

Article 5: Board of Directors

Section 1. General Powers. The affairs of the Society shall be managed by its Board of Directors.

Section 2. The Board of Directors are the President, the Vice President, the Clerk, three Directors-at-Large, and a Graduate Student Representative, for a total of seven Directors.

Section 3. On the first Board of Directors, the President and Vice-President positions are filled by two founding members of the Society, Kristof Dhont and Jared Piazza, for a term of four and two years, respectively. Two Directors-at-Large are elected to serve for one term of four years. The Clerk, one Director-at-Large, and the Graduate Student Representative are elected to serve for one term of two years. Section 4 of Article 5 will be suspended for the first Board.

Section 4. The President, the Vice President, the Clerk, and the Directors-at-Large are elected to serve for one term of four years. The Graduate Student Representative is elected to serve for one term of two years. There is no limit on the number of terms a Director may hold.

Section 5. The Board of Directors shall meet once per calendar year. This meeting can be virtual, in person, or hybrid.

Section 6. Special meetings of the Board of Directors may be called by or at the request of the President or any three Directors. These may be virtual, in person, or hybrid.

Section 7. Notice of any special meeting by the Board of Directors must be given at least 14 days before the meeting, delivered personally, by e-mail, or other electronic means.

Section 8. Quorum. The majority (4) of Directors present at any meeting of the Board of Directors shall constitute a quorum for the transaction of business, but in the absence of a quorum a lesser number may, without further notice, adjourn the meeting to another time.

Section 9. Action at Meetings. At any Board meeting at which a quorum is present, the vote of at least a majority of Directors present shall decide any matter unless the Bylaws or any applicable law requires a different vote. The President's vote will break any ties.

Section 10. Action by Written Consent. Any action required or permitted to be taken at a meeting of the Board of Directors or any committee thereof may be taken without a meeting if a written consent thereto is signed by all the Directors or all the members of the applicable committee and filed with the records of the meetings of the Directors. Any such written consent shall be treated for all purposes as a vote at a meeting.

Section 11. Vacancies. Any vacancy occurring on the Board of Directors shall be filled by the President with the approval of a majority of the Board of Directors. A Director appointed to fill a vacancy shall be appointed to the unexpired term of their predecessor in the office.

Article 6: Elections

Section 1. In the first election, two Directors-at-Large will be elected to serve for one term of four years. The Clerk, one Director-at-Large, and the Graduate Student Representative will be elected to serve for one term of two years. Section 4 of Article 6 will be suspended for the first election.

Section 2. After the first election, elections will be held every two years and will be staggered across Board Directors, such that the President and two Directors-at-Large will be elected in one cycle for one term of four years, and the Vice-President, Clerk, and one Director-at-Large will be elected in another cycle for one term of four years. The Graduate Student Representative will be elected every two years to serve for two years.

Section 3. Elections will be announced to the Membership at least ninety days prior to the election.

Section 4. Only members who have been full members of the Society for a minimum of two years may be nominated for any open position as President, Vice President, Clerk, and Directors-at-Large, by any other full member, or by themselves.

Section 5. Only full members and graduate student members can vote in elections for the Board of Directors.

Section 6. Any graduate student member may be nominated for the position of Graduate Student Representative by any other graduate student member or by themselves.

Section 7. Only graduate student members can vote for the Graduate Student Representative.

Section 8. Management of the election process will be overseen by the Board of Directors.

Section 9. Removal. Any Director may be removed by 2/3 vote of all other Directors and any Officer or Advisor may be removed by 2/3 vote of all Directors, when in the considered opinion of the Board, the individual has become unable or unwilling to perform the duties of the position. Reasons for removal may include, but are not limited to, illness or incapacity, misappropriation of Society resources, development of a substantial conflict of interest, or the determination of an ethical violation by the Board of Directors or any regulatory body or professional organization.

Article 7: Roles and Responsibilities

Section 1. **President.** The President shall be the principal executive officer of the Society and shall in general, supervise and control all of the business and affairs of the Society; shall preside at all meetings of the members and Board of Directors; may sign, with the Clerk or other proper officer of the Society authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments that the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of the Society; and in general shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 2. **Vice-President.** In the absence of the President, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 3. **Clerk.** The Clerk shall keep the minutes of the meeting; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records; keep a register of contact information for each member, which shall be furnished to the Clerk by such member; and in general perform duties incident to the Clerk of the Society and such other duties as from time to time may be assigned by the President or the Board of Directors. The Clerk shall be responsible for making sure that all appropriate financial and non-financial forms are filed with the appropriate agencies.

Section 4. **Other Officers.** Other Officers shall have such duties and powers as may be designated from time to time by the Board of Directors.

Section 5. **Advisors and Other Supporters of the Society.** The Board of Directors may designate certain persons or groups of persons as one or more categories of sponsors, benefactors, contributors, advisors or friends of the Society or such other title as they deem appropriate (“Advisors”). Advisors shall serve in an honorary capacity for such term as the directors may determine. In the absence of any such determination, an Advisor shall serve until the next annual meeting of Directors or special meeting in lieu thereof. Advisors shall not be members or Directors of the Society and shall not exercise any of the powers granted to members or Directors and, except as the Directors may otherwise designate, shall have no right to notice of or to vote at any meeting, shall not be considered for purposes of establishing a quorum, and shall have no other rights or responsibilities in their advisory capacity. The Society may require an Advisor to sign a confidentiality agreement before the Advisor may commence service as an Advisor.

Article 8: Committees

Section 1. **Committees** may be designated by the President with the approval of a majority of the directors or by resolution adopted by the majority of the Directors present at any meeting at which a quorum is present. Committees shall have two or more members. Except as otherwise provided in the resolutions, members of each such committee shall be members of the Society, and the President of the Society or the committee chair shall appoint the members thereof.

Section 2. **Term of Office.** Each member of a committee shall continue as such until the next meeting of the Board of Directors, at which time a successor may be appointed, unless the committee shall be sooner terminated. Members of committees may by reappointment serve as their own successors. Reappointment shall follow the same regulation as initial appointments.

Section 3. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 4. Quorum. A majority of the whole committee shall constitute a quorum.

Section 5. Rules. Each committee may adopt rules for its own governance as long as they are consistent with these bylaws and with rules adopted by the Board of Directors.

Article 9: Journal

Section 1. The Society is the sole owner of the journal title “Psychology of Human-Animal Intergroup Relations” published by the PsychGold Open of ZPID, as conducted by the Leibniz Institute.

Section 2. The Editor-in-Chief of the Journal is appointed by the Board of Directors. There is no term limit. Extension or replacement of Editorship is determined by the Board of Directors at their regular meeting. The Editor-in-Chief may be terminated for cause at any time. The Editor-in-Chief may also serve as a Director or on any Society Committees, however they will have no vote regarding the extension of their Editorship and will not be present during discussion thereof.

Section 3. The Editor-in-Chief has sole responsibility for the management of the journal.

Section 4. The Editor-in-Chief will provide a report to the Board of Directors at each annual meeting.

Article 10: Books and Records

The Society shall keep a record of its members, Board of Directors, and committees, and shall also keep a record of the minutes of the meetings held by the Board of Directors and committees.

Article 11. Dues and Obligations

Section 1. Dues. Membership in the Society is free.

Section 2. Obligations. PHAIR members are expected to endorse the mission and objectives of the Society and to follow these in practice at all PHAIR-associated events.

Article 12. Amendments

Except as may be otherwise required by law, these By-Laws, the Board of Directors may make, amend, or repeal these By-Laws in whole or in part by an affirmative vote of at least a majority of the Board of Directors. Article 2 of the By-Laws of the Society can only be changed by a unanimous vote of the Board and a 2/3 majority of voting members in the Society. No adoption, amendment, or repeal of the By-Laws shall in any way authorize or permit the Society to be operated other than exclusively for charitable, scientific, or educational purposes.