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Constitution and By-Laws of the Food Distribution Research Society, Inc.

Incorporation:

The Food Distribution Research Society, Inc. is a non-profit education society incorporated under the laws of the state of Maryland, February 20, 1970.

Purpose:

This society is a non-profit education society formed with the following purposes:

1. To organize and hold conferences, meetings, symposiums, etc. and to attract leaders in the field of food distribution research, and to provide an atmosphere wherein ideas, methods, technical developments, and problems can be freely discussed.
2. To serve as an information clearinghouse for past, current, and future food distribution research, and to provide channels for exchange of information.
3. To encourage research by defining research problems of the industry; by providing guidelines and direction for developing and implementing food distribution research; by coordinating efforts of research workers; by feeding back research needs to researchers.
4. To encourage implementation of research findings through communication of research results to users; through training; and through encouragement of application and implementation research.
5. To enhance the recognition and advancement of the food distribution research field.

Organization:

The organization comprises the following groups, officers, and committees:

Board of Directors: The purpose of the Board is to establish overall policy and to approve the budget. It can remove any officer for cause by a majority vote. (It is expected that the Board shall hold one meeting each year.) The Chairman of the Board is the current President. In addition, members are the: President-elect; Past-President; Secretary-Treasurer; and 6 elected professional members of the Society (each elected for a three year term; and 2 being elected each year).

The following are the elected officers: Past-President - one year term only; President - one year term only; President-elect - one year term only; Secretary-Treasurer.

The President-elect and Secretary-Treasurer are elected annually.

The above four officers serve to appoint the following committee chairmen: Vice President for Programs; Vice President for Research; Vice President for Education; Vice President for Publications; Vice President for Membership.

The above nine individuals form the **Executive Committee**.

In addition, there is a Nominating Committee which is formed by ex-officio members of the Executive Committee and chaired and appointed by the immediate Past-President.

The duties of the above officers and officials of the Society are:

President - is the Senior Executive Officer and leader of the Society during his term of office to direct the Society's activities towards fulfillment of its objectives.

President-elect - is to work with the President and Committee Chairmen towards the objectives of the Society.

Past-President - is in charge of the Nominating Committee, and is a Member of the Board.

Secretary-Treasurer - is responsible for preparation of minutes of official Society meetings; of maintenance of a current membership list; for mailings to members in connection with official Society business; and for maintenance of accounts of expenses and income.

Vice President for Programs - is responsible for arranging programs, facilities, and meetings of the membership-at-large. He may appoint committee members to assist him as necessary, with approval of these committee members by the Executive Committee. (Point 1 of Objectives)

Vice President for Research - is responsible to form a committee and to initiate and work on programs to encourage research and to encourage the implementation of research findings as described in the Objectives of the Society. (Points 3 and 4 Objectives)

Vice President for Education - is responsible to form a committee and to initiate and work on programs to encourage food distribution education as described in the Objectives of the Society.

Vice President for Publications - is responsible for editing and publishing the proceedings of meetings; and for the preparation of any other communications besides those of an administrative type which are handled by the Secretary. He is further responsible to organize committees to prepare bibliographies of publications and to do whatever else may be necessary to facilitate the exchange of information as described in the Objectives of the Society, above. (Point 2 of Objectives)

Vice President for Membership - is to organize the activities of the Society, to encourage and maintain the membership, and to approve the admission of new members, through the Membership Committee of which he will be Chairman.

Membership:

Membership is restricted to individuals approved by the Membership Committee and indicating an active interest in food distribution research.

The following are classes of membership:

Student Membership - is the status of a full time student of a formal food distribution education program (or a program identifiably related to food distribution) as certified by an instructor.

Professional Member - is the recognized status of a member, approved by the Membership Committee, and active in the field of food distribution research or implementation of research findings.

Company Membership - is the status where a company pays the company membership fee, receives two sets of all Society publications, and any employee of the company may attend meetings of the Society at the regular member rates. This enables the company to change individual member designates as desired.

Membership Dues - are established by the Executive Committee. It shall be arrived at in consideration of the following factors:

	Professional & Student Members	Company Members	Non- Members
Proceedings & Mailings	Included with membership dues	Included with membership dues	Charged (higher)
Registration at Conferences	Charged	Charged	Charged (higher)
Membership (basic fee)	Charged (e.g.\$15)	Charged (e.g. \$65)	

All members who become members in the first year of the Society's formation will receive the designation of **Charter Member**.

Honorary Membership may be bestowed by vote of the Executive Committee and will have no fees.

Life Professional Membership may be acquired for \$100 which will pay all further dues for the life of the member, excluding, however, the cost of publications.

Contributing Members, depending on the level of contribution, a member, company, institution or organization will be known as a: Participating; Sustaining; Guarantor; Patron member, company, institution or organization, respectively. The level of contribution for these levels of Contributing Membership is established by the Executive Committee.

The Society, which is a non-profit organization, may accept grants from industry, institutions, organizations, foundations, or the government to fulfill all or any part of its objectives.

Termination:

A membership may be terminated by the Executive Committee for any valid cause.

Elections:

1. The Past-President shall name a nominating committee of five members to select candidates to fill the respective offices as set forth in this Constitution; the said nominating committee to present the selections at the regular meeting in the fall.
2. The annual election shall be held at the regular meeting in the fall.
3. At the regular election of officers and directors, no professional members shall be entitled to vote who is in arrears for dues, and it shall be the duty of the Secretary to advise the judges of the election, when requested, as to the standing of the members voting. Votes shall be privileged by membership; one membership - one vote.
4. The nominating committee shall have entire charge of the annual election. They shall appoint the necessary election officials whose duty shall be to certify promptly to the Secretary the number of votes cast for each candidate.
5. Failure to attend two consecutive meetings of the Board of Directors without an adequate excuse, such as illness, shall be cause for the Board of Directors to declare the position held by such member as vacant.

Amendments:

This Constitution may be amended as follows:

The Board of Directors may recommend the adoption of a proposed amendment for which case a copy of

the proposed amendment shall be mailed to each Society member not less than ten days prior to the meeting of the Society at which such proposed amendment shall be voted upon. A majority of the Society members present shall be required to pass on such proposed amendment which shall be in full force and effect from the date of passage.

In the event that a proposed amendment is not approved by the Board of Directors, such proposed amendment, if approved in writing by not less than twenty-five (25) members of the Society, shall be submitted to the members of the Society and voted upon as above provided.

(Revised 10/27/72)