

INTERNATIONAL SOCIETY FOR BIOSAFETY RESEARCH

BY-LAWS

ARTICLE I. Purposes

Section 1. **Purposes.** This not-for-profit corporation, the International Society for Biosafety Research (ISBR) is formed to promote scientifically sound biosafety research by improving communication among scientists who study plants, animals, and microbes with new characteristics due to altered DNA and produced using modern biotechnology. These organisms often are known as “genetically modified organisms” (GMOs) and/or “living modified organisms”(LMOs).¹ By fostering communication and technical exchange among experts, the ISBR supports the science used in biosafety assessment processes and promotes constructive dialogue on important science-based biosafety issues associated with GMOs. To that end ISBR may engage in the following activities:

- Organizing and sponsoring international symposia, seminars and conferences on biosafety issues with GMOs. At least one international symposium open to any individual interested in the biosafety of GMOs shall be organized every two years.
- Sponsoring of scientific publications that include original work describing advances in the field of biosafety research. This may include publication of a scientific journal, publication of proceedings of symposia and meetings, as well as translations of existing work in the area.
- Supporting a multidisciplinary approach to ensuring the safety of GMO products through scientifically sound risk assessment that supports regulatory decision-making.

ARTICLE II. Members

Section 1. **Membership Types.** All individuals or corporations or other entities interested in the advancement and promulgation of knowledge relevant to biosafety of GMOs are eligible to join the Society. An individual, corporation, or other entity that has fully paid the designated membership fees for a year shall be considered a member during that year. Two classes of membership shall exist: regular and sustaining. Sustaining members shall include learned societies, corporations, and national and international organizations.

Section 2. **Privileges of Members.** Members shall have the right to vote in electing the ISBR elected officers, to receive discounted registration fees for symposia and for publications, and to provide suggestions to the Executive Committee about the management of the ISBR.

¹ Living Modified Organisms are defined as any living organisms that possess novel combinations of genetic material obtained through the use of modern biotechnology.

ARTICLE III. Officers

Section 1. **Elected Officers.** The elected officers shall include a President and a President-Elect.

The immediate Past-President shall remain an Officer of the Corporation. The Secretary and Treasurer shall also be elected by ISBR members. Officers' terms shall always run from one biennial symposium to another, taking into account the number of years specified in the text.

Section 2. **President.** The President shall be elected to a two-year term by ISBR members as the Chief Executive Officer of the Society and shall serve as Chair of the Executive Committee.

The President shall

- preside at all meetings of the Society and of the Executive Committee;
- appoint all committees not otherwise provided for in the By-laws;
- fill all vacancies in appointive positions;
- provide general direction of the affairs of the Society; and
- perform such other duties as may be prescribed by the Executive Committee.

The President shall ensure that committee membership and the duration of committee appointments are posted with current information on the ISBR website.

The President shall not serve in that office more than a single two year term within a period of six years.

Section 3. **President-Elect.** For two years prior to assuming the presidency, the President-Elect shall be an active member of the Executive Committee; shall serve as President in case of the death, absence, or inability of the President to serve, which service shall not affect succession to the office of President two years following election as President-Elect; and shall perform such other duties as may be prescribed by the Executive Committee. In the absence of the President, the President-Elect shall serve as chair.

Section 4. **Immediate Past-President.** The immediate Past-President shall continue to be a member of the Executive Committee for the next two years and shall serve as Chair of the Long-Term Planning Committee during this time.

Section 5. **Secretary.** The Secretary shall

- be responsible for keeping the minutes of meetings of the Society and Executive Committee meetings;
- attend to the giving and serving of all notices of the Corporation;
- assist the Election Committee with the election of officers, and
- perform such other duties as may be prescribed by the Executive Committee.

The Secretary shall be elected by the ISBR members for a four-year term, renewable for two additional years for a maximum of six years total.

Section 6. **Treasurer.** The Treasurer shall

- be responsible for the custody of funds and securities of the Corporation;
- report to the President and the Executive Committee as to the financial condition of the Society; and
- shall perform such other duties as may be prescribed by the Executive Committee.

The Treasurer shall be elected by the ISBR members for a four-year term, renewable for two additional years for a maximum term of six years total.

Section 7. **Symposium Committee Chair.** This position is designated as an Officer of ISBR because symposia are central to the Society's mission. The Symposium Committee Chair shall be responsible for symposia, seminars, and conferences on biosafety sponsored by the ISBR. The succeeding Symposium Committee Chair shall be nominated by the existing Symposium Committee Chair in consultation with the Symposium Committee and shall be approved by a two-thirds vote of the Executive Committee. In addition, the immediate past Symposium Committee Chair will advise and assist in organizing the subsequent symposium by serving as an advisory member of that committee.

Section 8. **Editor-in-Chief of Environmental Biosafety Research (EBR).** The Editor-in-Chief shall be responsible for directing the production and management of *EBR*, an official publication of the ISBR. The Editor-in-Chief shall be appointed by the President to a four-year term, renewable for a further four years. One year before the expiration of the Editor-in-Chief's appointment, the President will convene an *ad hoc* committee of at least five ISBR members to nominate and evaluate candidates for the succeeding Editor-in-Chief. Approval of the Editor-in-Chief will be determined by a two-thirds vote of the Executive Committee.

Section 9. **Appointment of Other Officers.** The Chair of the Website Committee and the Election Committee Chair shall be appointed by the President in consultation with the Executive Committee to a four-year term as detailed in Article V. The Chair of the Advisory Board shall be elected by members of the Advisory Board as detailed in Article VII.

Section 10. **Resignation.** Any officer of the Society may resign at any time by giving thirty days notice to the Executive Committee.

Section 11. **Removal.** The Executive Committee shall have the power, by a two-thirds vote to remove an individual from a position as an officer for conduct prejudicial to the interest of the Society, provided that any such officer shall have received at least thirty days notice of the time of the vote concerning the officer's possible removal, together with a copy of the charges against such officer, so that such officer may have an opportunity to provide a written rebuttal to such charges to the Executive Committee Members.

ARTICLE IV. The Executive Committee

Section 1. **Members of the Executive Committee** are:

1. President
2. President-Elect
3. Immediate Past President (same as Long-Term Planning Committee Chair)
4. Treasurer (same as Finance Committee Chair)
5. Secretary
6. Symposium Committee Chair
7. Editor of *EBR*
8. Website Committee Chair
9. Election Committee Chair
10. Advisory Board Chair
11. Additional Members

Up to five additional members may serve on the Executive Committee. These members shall be nominated by the President and/or other members of the Executive Committee. Their acceptance shall be determined by a two-thirds vote of the Executive Committee. Their terms of office will be two years with potential renewal to serve in this capacity for two additional years. Wide geographic representation on the Executive Committee shall be encouraged.

Section 2. **Meetings.** Regular meetings of the Executive Committee shall be held at least annually at such time and place as may be determined by the President. Meetings may be actual, via conference call, or via e-mail discussion, and may be called at any time by the President or any three Executive members.

ARTICLE V. Standing Committees

Section 1. **Finance Committee.** This committee will be chaired by the Treasurer.

The Finance Committee shall consist of the Secretary, the Treasurer, the Editor of *EBR*, the President and at least one other ISBR member who is appointed by the President for a term of up to four years. The Finance Committee shall recommend annual membership dues and a budget for each two-year period to the Executive Committee. A two-thirds vote of the Executive Committee shall be required for approval of the membership dues and budget (this vote can be carried out by e-mail or in person during a general meeting).

The audited accounts of the ISBR for the two years preceding each biennial symposium will be presented to the membership at a general meeting at each biennial symposium.

Section 2. **Symposium Committee.** The Chair of this committee shall appoint, in consultation with other members of the Executive Committee, a Symposium Committee consisting of broad geographical and scientific disciplinary representation. In addition to the Chair, the Symposium

Committee shall include at least five other members. The Symposium Committee shall be responsible for organizational, programmatic and logistical functions for symposia, seminars and conferences. To carry out these responsibilities, the chair will designate, as needed, individuals from the Symposium Committee or otherwise to oversee such functions. The Committee will work closely with local representatives to plan any symposium. The Symposium Committee also shall recommend a site and a willing Symposium Chair for the next symposium.

Section 3. Publications Committee. This committee shall be chaired by the Editor-in-Chief of *EBR*. For production and management of *EBR*, the Editor-in-Chief shall appoint a maximum of twenty Editors. The Editor-in-Chief shall be assisted on the Publications committee by two Editors selected by him/her as Associate Publications Committee Chairs. The two Associate Publications Committee Chairs shall serve in this capacity for a maximum of three years, renewable for a maximum of three further years. The Publications Committee shall consist of the Editor-in-Chief, the two Associate Publications Committee Chairs, the Treasurer, and at least one other member of the Executive Committee appointed by the President. The Publications Committee shall review annually the arrangements made with publishers of Society-associated publications and evaluate the quality of Society publications. The Publications Committee may produce recommendations regarding these arrangements or publications, which shall be approved by a two-thirds vote of the Executive Committee.

Section 4. Website Committee. This committee shall oversee the content and accuracy of the ISBR website and shall be managed by a person designated by the Website Committee. This committee shall consist of a Chair and at least two additional ISBR members, all of whom shall be appointed by the President.

Section 5. Long Term Planning Committee. This committee will investigate opportunities for long term financing and planning. It will be chaired by the immediate Past-President and shall consist of at least two additional ISBR members to be appointed by the President and two appointed by the ISBR Advisory Board from amongst their members. The Committee may consult other members of the ISBR from time to time for specific purposes.

Section 6. Election Committee. The Election Committee shall be composed of the President, the President-Elect, the Secretary, and at least two other ISBR members who are appointed by the President, after being nominated by the ISBR Advisory Board. One of these two appointed members shall serve as Chair of the Election Committee. Every two years, the Election Committee shall prepare a slate for election of the next President-Elect and the positions of Secretary and Treasurer, if empty, consisting of two names and representing a broad geographical distribution.

The agreement of the candidates to stand shall be forwarded to the Executive Committee. Nominations shall be approved by a two-thirds vote of the Executive Committee. Should the nominations not receive the required support of the Executive Committee, the Election Committee shall repeat the exercise until such time as approval is obtained.

Candidates who submit a petition bearing the signatures at least 10% of the ISBR membership four months before the general meeting will also be included on the ballot. Elections shall be

organized by the Secretary and the Chair of the Election Committee at least three months prior to each general meeting. Ballots will be sent to ISBR members via e-mail, along with biographical information about each of the candidates. The e-mail will specify a date, by which all votes must be received, and the Secretary shall inform members of the results of the ballot no less than two months before the general meeting, which then should be attended by newly elected officers.

Section 7. Terms of Committee Appointments. Unless otherwise specified, each committee member will serve for a four-year term, and terms will be staggered to provide continuity. Appointments may be renewed for a maximum of six years total if this is deemed necessary.

ARTICLE VI. Profits

Section 1. Profits. The corporation does not contemplate any gain or profits and at all times shall be considered a non-profit, no-stock corporation. No money or assets of the corporation shall be distributed to directors of the corporation, except as compensation for documented goods or services, nor shall the corporation make loans of any kind of corporate assets.

The ISBR may use its funds for:

- costs of attending the symposia for speakers, session chairs and members of the symposium and executive committees.
- grants for deserving scientists and students to attend symposia and meetings organized by the ISBR.
- salaries for staff as necessary for the functioning of the ISBR and its activities.
- such other purposes as decided by the Executive Committee and ratified by the General Meeting.

ARTICLE VII. ISBR Advisory Board

Section 1. Purpose of the Advisory Board. The Society shall solicit advice from a distinguished, international advisory board that includes three constituencies: 1) key regulatory agencies and other governmental offices, 2) respected scientists/individuals representing stakeholders involved in the development of products using the techniques of biotechnology, who come from the biotechnology industry or academia, and elsewhere and 3) respected scientists/individuals representing stakeholders involved in environmental biosafety assessments of GMOs, who could come from nongovernmental organizations or academia, and who consider environmental biosafety issues from a scientific perspective. These individuals will be invited to provide a formal advisory report to the Executive Committee describing the types of scientific research and scientific reviews that would be most useful to various stakeholders. Every two years, an Advisory Board report will be distributed to ISBR members and presented at the general meeting. As members of ISBR, the Advisory Board may also provide informal suggestions to the Executive Committee at any time.

Section 2. **Membership.** All members of the Advisory Board shall be appointed by the President in consultation with the Executive Committee, pending a two thirds vote of approval by the Executive Committee for each suggested member. The Committee shall consist of no more than fifteen ISBR members with approximately equal distribution among the three constituencies and broad geographic representation.

Advisory Board members shall be chosen based on their demonstrated expertise and their ability to engage in reasoned, non-confrontational evaluations of the environmental safety of GMOs. The Chair of the Advisory Board shall be elected by the Advisory Board members, shall serve as Chair for two years, and shall rotate among the three groups of members listed above. The Chair's primary responsibility shall be to coordinate biennial advisory reports and nominate members of the Long-Term Planning Committee and the Election Committee, as described above.

Section 3. **Duration of Appointments.** Members of the Advisory Board may serve for up to two consecutive two-year terms. During this time, each member is eligible to serve as Chair of the Advisory Board for a maximum of two years.

ARTICLE VIII. Amendment of By-Laws

Section 1. **Amendments, How Effected.** These by-laws may be amended, altered, changed, added to or repealed by the affirmative vote of the members of the society after proposal to and agreement by at least two-thirds of the members of the Executive Committee. Voting may occur at any general or special meeting or by e-mail ballot of the members.