

Section 1. Each proposed change in the constitution and bylaws shall be introduced by a petition submitted to the EC and signed by at least 10 members of the general membership.

Section 2. The EC shall then arrange for adequate publicity either by an announcement with the next routine mailing to the membership or by posting or distribution at the first opportunity at the next conference, whichever comes earlier.

Section 3. Voting on each change in the constitution and bylaws shall be by a simple majority vote of the members present at the first scheduled **ISPE Conference**.

#### **Article 10. Dissolution of the ISPE**

Section 1. The **ISPE** shall be dissolved if a petition is approved by a simple majority vote of the members present at a **ISPE Conference** following the same procedure as for a change of the constitution and bylaws.

Section 2. In the event of dissolution, the funds of the **ISPE** shall be donated to recognized international scientific organizations and subject to the agreement of such organizations. The choice of the organizations shall be the responsibility of the Executive Committee.

#### **Article 11. Inspection of books, accounts and records**

Section 1. The books, accounts and records of the **ISPE** shall be open for inspection at any time by any officer or member of the Council.

Section 1. The incoming **ISPE Conference** organizer shall personally select the committees and/or co-organizers to organize the next symposium, using the guidance and judgement of the Council. The organization selected by the organizer is called the Organizing Committee (OC). The Council shall appoint among its members one observer to this (OC).

Section 2. The financial gains (or losses) from the organization of a **ISPE Conference** will accrue to **ISPE**, unless specifically shared contractually with co-sponsoring organizations, as approved by the **ISPE** Council.

Section 3. The OC will comprise unpaid volunteer members.

Section 4. The progress of the **ISPE Conference** organization will be reported to the **ISPE** President at least once a year in the form of a written sub-committee report.

Section 5. As soon as possible after the closure of a **ISPE Conference**, the **ISPE Conference** treasurer will submit a complete counting of receipts and disbursements to the **ISPE** treasurer with sufficient detail to be used for tax-reporting purposes.

Section 6. The duties of the OC will terminate with the submission of the treasurer's report and transfer of residual funds to the **ISPE**.

#### **Article 8. Affiliated Organizations**

Section 1. Upon their request, other organizations, regional or other, also promoting **Protein Expression in Animal Cells** may become affiliated to **ISPE**.

Section 2. The **ISPE** Council will vote to grant or not to grant the affiliated status to an organization as defined in section 1 after investigation of the constitution and bylaws of this organization.

Section 3. The affiliated status cannot be granted, or can be forfeited if a conflict arises with the **ISPE** constitution and bylaws.

Section 4. The **ISPE** cannot be held legally responsible for the activities of such affiliated organizations.

#### **Article 9. Modification of constitution and bylaws**

membership shall be accepted by the end of the meeting on the third day when signed by ten or more members of the **ISPE** and containing a signature of acceptance to serve from the candidate. The combined slate shall be posted early on the fourth day and an election held at an open meeting of the membership.

Section 5. Each member shall mark one ballot, making -n- names on the slate, -n- being the number of members to be elected. No other type of marking shall be accepted. The vice-president shall appoint tellers who shall count the number of votes for each candidate. The -n- candidates with the highest number of votes shall be declared elected. The records of this vote will be kept. In case of a tie for the -nth- place the vice-president shall toss a coin. In case of the election of members for a shorter period than defined in Article 6, Section 3, these will be selected from the -nth- place up.

Section 6. The Council composed of the remaining and of the new members shall meet as soon as possible after the election of the new members, and prior to the conclusion of the **ISPE Conference**, shall elect from among themselves a president, vice-president, secretary and treasurer by simple majority. This meeting will be chaired by the outgoing president.

Section 7. Between **ISPE Conference's**, the business of **ISPE** shall be conducted by the delegated Executive Committee as defined in Article 4, Section 1. The EC may make all decisions which in its judgment are consistent with existing policy and practice. The EC shall consult (in writing) the full Council for all other matters needing discussion prior to the next **ISPE Conference**. After such consultation, a decision on such matters can be taken by the Council at any occasion between conferences, provided this is supported by a simple majority as defined in Article 5, Section 6. The Council may decide to organize a vote in writing for the full **ISPE** membership as defined in Article 2; in such case, the Council's decision must be supported by a simple majority of those responding.

Section 8. The EC shall solicit proposals for organizing the **ISPE Conference** to be held after the two already scheduled. A proposal should contain sufficient detail, including the specific proposed symposium location, to permit reasonable decision upon its merits, and must contain the name of a person who agrees to become the incoming symposium organizer if selected.. The EC shall present the proposals to the Council one month before the beginning of the **ISPE Conference**. The Council shall review the proposals and make a selection of not more than 2 proposals to be presented to the membership during the last business meeting of the conference, for approval or final selection.

## **Article 7 . ISPE Conference Organization**

and of **ISPE Conferences** shall be separate. The treasurer of the **ISPE** cannot be at the same time treasurer of a **ISPE Conference**. The treasurer shall submit in timely manner tax-reports to appropriate Internal Revenue Services as required by Canadian law. The treasurer shall perform such other duties as may be prescribed by the Council or the president.

Section 6. The **ISPE**-Council shall conduct the business of the **ISPE**. Decisions by the Council must be supported by a simple majority vote (the majority being counted as one half plus one of the members, including those not attending the meeting) with the president not voting. Council members not attending the meeting can cast their vote in writing for such matters as notified in advance (formal communication one month prior to the meeting) by the secretary. In case of a tie, the president shall cast the decisive vote.

### **Article 6. Organization and elections**

Section 1. The Council shall consist of a maximum of 14 members elected as individuals without regard to nationality or membership in any other society. The actual number of Council members is a multiple of the number of members to be replaced at each **ISPE Conference** as defined in Article 6, Sections 3 and 4. Election takes place at an open meeting of the membership during a **ISPE Conference** as defined in Article 1, Section 4.

Section 2. The president (or his designee) of affiliated organizations as defined in Article 7 may participate in the activities of the **ISPE** Council as a non-voting member.

Section 3. A Council member is elected for a maximum of six years, the exact length of time being determined by three or less time periods between two consecutive **ISPE Conference's** as defined in Article 1, Section 4. New Council members replacing those retiring for other reasons shall serve only the remaining term of the ones they replace.

Section 4. At each **ISPE Conference** the members present shall elect a number of new members to replace those who have served for a maximum of six years and those retired for other reasons. At least one third of the members is replaced. A nominating committee for these new members shall be set up by the Council. The nominating committee shall propose a number to be replaced, or more.. On the second day of the **ISPE Conference** or earlier, the nominating committee shall give the slate to the secretary who will post it on the morning of the third day. This slate will contain a statement concerning the duties of the Council members, reminding the electorate that Council members are elected as individuals to represent the membership as a whole and not to advance the views of any selected pressure group. Additional names from the

Section 3. No compensation shall be paid to any officer for services rendered to **ISPE** in such capacities, except for expenses incurred in their duties as specifically authorized by the Council.

#### **Article 4. Officers of ISPE**

Section 1. The Council, elected as described in Article 4, shall elect from its own membership a president, a vice-president, a secretary and a treasurer who constitute the Executive Committee (EC).

Section 2. No person shall hold more than one office simultaneously. The organizer of a **ISPE** Conference, as defined in Article 7, Section 1 cannot be a member of the EC while acting in this capacity.

#### **Article 5. Duties of officers and Council members.**

Section 1. The Council meets immediately after election to elect the officers as described in Article 4, Section 1.

Section 2. The president shall be the chief executive officer, responsible for all actions except as delegated to the other officers.

Section 3. The vice-president shall perform all duties of the office of the president in the latter's absence, incapacity or arbitrary refusal to act. The vice-president shall be responsible for the organization of the election as described in article 6, and shall present a slate for nomination of the Council the first day of the **ISPE** conference. The vice-president shall perform such other duties as may be prescribed by the Council or the president.

Section 4. The secretary shall carry out the normal duties of a secretary. Such duties include maintaining a list of members and their addresses, recording of minutes of all meetings (including those of major committees if required), maintaining records of all correspondence related to the business of **ISPE**, and other such duties as may be prescribed by the Council or the president from time to time. If the secretary is unable to attend, the Council must indicate a substitute.

Section 5. The treasurer shall be the custodian of all funds as well as all financial books and records of the **ISPE** and shall deposit all such funds in the name of the **ISPE** in such depository or depositories as shall be designated by the Council. The finances of **ISPE**

## ISPE International Society for Protein Expression

### **CONSTITUTION OF ISPE International Society for Protein Expression**

The **International Society for Protein Expression (ISPE)** has as its main objective to promote and encourage the science and technology of Protein Expression in Animal Cells

#### **Article 1 Name, scope and purpose**

Section 1. The name shall be **International Society for Protein Expression** hereafter designated **ISPE**.

Section 2. **ISPE** is a non for profit organization set up under the laws of Canada.

Section 3. **ISPE** general scope is to promote and encourage all aspects of the science and technology of Protein Expression in Animal Cells

Section 4. One of the purposes of **ISPE** is to organize **Protein Expression in Animal Cells Conference ( ISPE Conference )** in continuation of the series of **PEACe** which started in Switzerland in 1992. Other purposes are to sponsor or promote other activities such as special meetings, working groups, publications and educational activities in this field.

#### **Article 2. Membership**

Section 1. Any person active or interested in the study or application of **Protein Expression in Animal Cells** shall be eligible for membership.

Section 2. To become a member, a person can submit an application using the form available on the web site of **ISPE**. (<http://www.ISPE-conference.org>).

#### **Article 3. Dues, Finances and Compensations.**

Section 1. The Council shall decide on membership dues and on the way of collecting these.

Section 2. The fiscal year of **ISPE** shall end on December 31st. At the end of the fiscal year, the treasurer shall make a statement of the financial situation to the members of the executive committee as defined in Article 4, Section 1.