



CONSTITUTION
of the
**International Association of
Environmental Mutagen Societies**

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CONSTITUTION
OF THE
INTERNATIONAL ASSOCIATION OF ENVIRONMENTAL MUTAGEN SOCIETIES

-- IAEMS --

PREAMBLE

The International Association of Environmental Mutagen Societies (IAEMS) is an international organization of national or regional Member Societies. Its primary purpose is to provide a means whereby those engaged in environmental mutagenesis research and related fields in all countries may communicate more readily with each other, thereby advancing both basic and applied research in this area.

IAEMS activities are financed from dues paid by the Member Societies, from grants and gifts, and from the proceeds of IAEMS-sponsored conferences.

ARTICLE I: NAME

SECTION 1.

The name of this international body shall be the INTERNATIONAL ASSOCIATION OF ENVIRONMENTAL MUTAGEN SOCIETIES, which may be referred to in abbreviated form as the IAEMS, and is hereinafter designated as such.

ARTICLE II: Mission

SECTION 1.

The overall mission of the IAEMS is to generate and communicate globally scientific information based upon current research and best scientific practice. This information will enable the Association to

- a. develop an understanding of the mutational basis of human disease, environmental effects, and human risk for genetic-related disease resulting from induced mutational events;

- b. promote science-based risk assessment activities and regulatory policies on issues of environmental and human health;
- c. facilitate international agreement on acceptable methodologies and technologies in these fields;
- d. provide education and training to scientists towards these ends, and promote informed public awareness on issues of the mutational basis of human disease and risk;
- e. promote collaborative research at the international level on the mutational basis of human disease, new methodologies and technologies in the field, and the application of new information to the risk assessment process.

The Association will accomplish its goals through the promotion and sustained activities of international working groups to organize international conferences to bring together communities of scientists for the dissemination of research findings, provide active training programs to expand the scientific community engaged in research on the mutational basis of human disease, and by supporting international collaborative research.

SECTION 2.

Activities of the IAEMS that are appropriate to the accomplishment of its primary mission are to

- a. encourage the establishment of environmental mutagen societies throughout the world as a means of achieving international cooperation among those engaged in mutagenesis research;
- b. promote the organization of an International Conference on Environmental Mutagens (ICEM) at intervals as determined by the Council of the IAEMS, but preferably not exceeding four years;
- c. organize and encourage research, educational activities, meetings and conferences in those scientific and related disciplines that support the field of environmental mutagenesis world-wide;

- d. establish liaison with international organizations to promote and facilitate collaboration in the field of environmental mutagenesis and related fields; and
- e. undertake any other matters appropriate to the IAEMS.

SECTION 3.

The IAEMS is a not-for-profit organization. Its funds shall be used exclusively to further the objectives stated in Sections 1 and 2 above.

ARTICLE III: MEMBER SOCIETIES

SECTION 1.

Member Societies shall be professional organizations of a national or multinational character. Forty or more individuals in one or more countries may join together to form a Member Society. Where individuals join together in two or more countries to form a multinational Member Society, the individuals in any one of these countries may, at their discretion, apply for and be granted separate Member Society status, upon meeting the requirements of the IAEMS. No more than one Member Society will be recognized in any one country, and no more than one multinational society may represent any country or group of countries.

IAEMS does not infringe upon the autonomy of the Member Societies, leaving each Society free to function effectively in environmental mutagenesis activities of local, national, or regional interest.

SECTION 2.

The primary and stated objective of Member Societies shall be related to research and educational activities in the field of environmental mutagenesis. Member Societies shall, upon application for membership, and on a continuing basis thereafter, submit to the IAEMS Headquarters or Secretary a copy of the constitution of that society and a current list of officers and IAEMS Councilors.

SECTION 3.

Member Society status may be obtained upon application to the IAEMS Headquarters or Secretary at any time. Member Society status shall follow approval of the Council in accordance with the

published rules of the Council, providing that the stated objectives and purposes of the Society are consistent with the provisions of the Constitution of the IAEMS.

SECTION 4.

A Member Society may terminate its affiliation with the IAEMS by submitting, in writing, a termination request to the IAEMS Headquarters or Secretary. This request should be signed by at least two of the officers and a majority of the Councilors of the Member Society.

SECTION 5.

A Member Society may be expelled from the IAEMS by decision of the Council at any official meeting because of failure to pay its dues or for any other action judged to be detrimental to the primary objective and/or the activities of the IAEMS. When expulsion of a Member Society is considered by the IAEMS Council, the duly authorized representatives of the Member Society shall be given due notice by Council. The reasons shall be indicated in the written notice. The authorized representatives of the society in question shall have an opportunity for a hearing by Council. Expulsion requires a two thirds majority vote of the entire membership of the Council.

ARTICLE IV: AMENDMENTS TO THE CONSTITUTION

SECTION 1.

Amendments to the Constitution may be initiated by the Council or by any Member Society. In the latter instance, the proposed amendments shall be in the hands of the Secretary at least 1 month before the Council is due to meet. Meetings may be held in person or through electronic means.

SECTION 2.

Proposed amendments must be submitted by the Secretary to the Member Societies at least 1 month before a Council meeting so that the actual vote on the proposed amendment(s) can be taken by the Council at the time of the meeting.

SECTION 3.

The Council shall vote on any amendments to the Constitution that have been submitted to it in

accordance with Sections 1 and 2 above, but no such amendment shall be accepted unless two-thirds or more of the Members vote in favor of the amendment. Poll of votes may be during official meetings of the IAEMS Council or by mail or electronic means.

SECTION 4.

Any changes in the existing Constitution that have been approved by Council shall become effective immediately.

SECTION 5.

A Member Society may protest against any changes in the Constitution, in which case the Council must reconsider the matter. The final decisions on any change in the Constitution shall be made by a simple majority of the Council.

BY-LAWS

ARTICLE I: ADMINISTRATION

SECTION 1.

The affairs of the IAEMS shall be conducted by the Executive Committee and Council. The Executive Committee is composed of all the IAEMS Officers (President, two Vice-Presidents, Secretary, and Treasurer, see Article III, Section 1). Members of the Council include the Executive Committee and the duly selected representatives of all Member Societies. The number of representatives is determined by the number of active members in the Member Societies (Bylaws Article III, Section 2).

Administration of IAEMS day-to-day affairs is vested in the Executive Committee.

In addition, an Executive Director can be hired or appointed by the Executive Committee to assist with maintenance of financial records, correspondence, Web site, or any other duties deemed by the Executive Committee to be assigned to the Executive Director.

SECTION 2.

All IAEMS officers and Member Society representatives (IAEMS Councilors) shall assume office at the end of the ICEM and shall remain in office until the end of the following ICEM. The Treasurer

may be re-elected for a second term of office. Officers of the Member societies can choose to retain their society representatives on Council for more than one term if so desired.

SECTION 3.

Quorum for the Executive Committee is defined as the participation of the President and 2 officers. Votes will be by mail or any means of secure electronic transmission as approved by the Executive Committee. Due notice for calling a meeting is two_weeks.

SECTION 4.

A Nominating Committee consisting of at least six persons from at least six different Member Societies shall be elected by Council.

SECTION 5.

Committees and Working Groups, other than those provided for in the Constitution, may be appointed by the Executive Committee to deal with the activities of the IAEMS

SECTION 6.

The IAEMS Headquarters will be defined as the office of the Executive Director, or in lieu of the Executive Director, the office of the President or Treasurer.

ARTICLE II: OFFICERS

SECTION 1.

Nominations of candidates for the positions of President and Secretary should be submitted by the Member Societies to the Nominating Committee. The Treasurer shall be nominated from Member Societies with a membership greater than 200 members.

The Nominating Committee shall receive the names of at least two candidates for each IAEMS officer position. In the absence of such nominations from Member Societies, the Nominating Committee shall, by its own action, place into nomination the prescribed number of names.

SECTION 2.

Two Vice-Presidents will be appointed: one by the Member Society organizing the current ICEM and one by the Member Society organizing the next ICEM. In both cases the appointed Vice-President should have some familiarity with organizing a complex conference such as an ICEM.

SECTION 3.

Before each ICEM, the Nominating Committee forwards the slate to the Council, which elects from amongst the candidates submitted for each office. Voting shall be by secret written ballot or by secure electronic means to the IAEMS Secretary or Executive Director. Two weeks will be allowed for return of ballots. A simple majority is required for election. The Executive Director or Secretary will verify results of the elections.

All officers shall take office at the close of the ICEM and shall remain in office until the close of the following ICEM. An official meeting of the IAEMS Council shall normally follow the close of the ICEM.

SECTION 4.

The duties of the President are as follows:

- a. The President shall be the Chief Executive Officer (CEO) of the IAEMS and shall serve as Chair of the Council and the Executive Committee. The President may convene the Council between meetings of the ICEM when necessary and may conduct business by electronic means. The President shall act on behalf of Council in all the business necessary to promote the aims of the IAEMS, and he/she or a member of the Executive Committee appointed by him/her shall represent the IAEMS on appropriate international occasions and at meetings of Member Societies.
- b. In the absence of the President, the Treasurer should serve as the Chair.
- c. The President shall report on the activities of the IAEMS to the attendees of the ICEM.

SECTION 5

The duties of the Secretary and/or Executive Director are to

- a. be responsible for the correspondence of the IAEMS;
- b. keep a list of the officers of each Member Society. This list shall be revised at least yearly upon receipt of dues and membership information from the Societies;
- c. keep minutes of all meetings and provide minutes to all IAEMS Councilors and Officers of Member Societies; and
- d. perform other administrative duties as may be requested by the Council or as necessary.

SECTION 6

The duties of the Treasurer are to

- a. remind the Treasurer of each Member Society no later than November 1st of each year to
 - (i) calculate the annual dues,
 - (ii) forward the dues to the IAEMS Headquarters on or before January 31, and
 - (iii) provide a current list of the number of members and the names of the officers;
- b. establish and maintain a mechanism for the receipt of all monies payable to the IAEMS and to cause such funds to be deposited in appropriate accounts of the IAEMS;
- c. develop a budget in conjunction with the Executive Director;
- d. cause to be drawn all drafts and checks on the accounts of the IAEMS for the payment of bills against the IAEMS or the transfer of funds from the accounts of the IAEMS;
- e. prepare a detailed financial report of IAEMS receipts and expenditures on an annual basis. This report shall be distributed to all members of the IAEMS Council and to Officers of Member Societies for the sake of accountability.
- f. appropriately invest reserve funds of the IAEMS as approved by the Executive Committee. Reserve funds can be invested only into guaranteed accounts.
- g. prepare a financial statement for presentation to the Council at each ICEM.
- h. The Executive Director (if there is one) assists with these duties.

SECTION 7

If an officer becomes temporarily incapacitated and/or requires direct assistance in order to perform the duties of office more efficiently, the Executive Committee may appoint one or more deputies to assist the officer in carrying out the functions of office. When a deputy is appointed under these provisions, his/her

- a. duties and authority to act on behalf of the officer shall be defined by the Council.
- b. Tenure of office ends when
 - (i) assistance is no longer required by the officer or
 - (ii) a new officer is chosen and installed in the office.

If an officer leaves office for any reason during his/her tenure, the Executive Committee may appoint a member of the IAEMS to fill the vacancy thereby created to complete the term through the next ICEM.

SECTION 8

If desired, the Council may decide to hire or appoint an Executive Director. The functions of this position can be defined and altered by the Executive Committee as deemed necessary. In general, an Executive Director would function to assist the Treasurer in maintenance of financial records, dispersal and receipt of funds; assist the Secretary to perform general correspondence and communications; assist the President in his/her duties; and assist the officers to adhere to their functions as outlined in this Constitution.

ARTICLE III: COUNCIL

SECTION 1

The Council shall be responsible for the general oversight of the affairs of the IAEMS, performing those functions as are provided for in the Constitution.

SECTION 2

Each Member Society shall determine the method for selection of its representatives to the Council. Society members, and hence the number of representatives, will be determined

by the number of members for which dues are paid to the IAEMS The number of representatives to which each Society is entitled is determined as follows:

# Members	# Representatives
40-200	1
201-400	2
401-800	3
>800	4

The names of Member Society IAEMS Councilors shall be provided to the Headquarters.

When a vacancy occurs among the representatives, the relevant Society shall appoint a new representative to serve for the remainder of the term of office and notify the Headquarters

SECTION 3

Any action taken by the Council requires participation of at least fifty percent of the Council. For business conducted physically at an ICEM or other venues, this minimum number can be composed of Council members present along with duly authorized proxies from Council members unable to attend. Decisions of the Council will be made by a majority of the members present. Votes will be by mail or any means of secure electronic transmission, as approved by the Executive Committee. Due notice for calling a meeting is two weeks.

ARTICLE IV: FINANCES

SECTION 1.

Member Societies shall pay annual dues to the IAEMS based on the number of their active members as described below. When any Member Society has failed to pay its dues for two consecutive years, Council may decide to terminate its membership.

The annual contribution from each Member Society shall be USD \$0.50 for each of the first 200 members, \$0.75 each for the next 200 members, and \$1.00 each for the remaining members. An officer list and dues will be submitted to the Headquarters at the end of each calendar year or not

later than January 31st of the following year.

SECTION 2.

The income of the IAEMS shall be devoted to

- a. the cost of administration;
- b. educational and scientific purposes that are intended to promote the advancement of research in environmental mutagenesis and related subjects;
- c. support for IAEMS conferences and training.

SECTION 3.

The Executive Board may, on a regular basis, appoint a professional auditor to audit the accounts of the Society.

SECTION 4.

A budget will be developed by the Treasurer and Executive Director and approved by the Executive Committee.

SECTION 5.

Administrative expenses shall include postage, printing, any other communication costs, and other normal administrative expenses. Travel costs for Officers or Councilors shall not be considered administrative expenses and shall not be paid by the IAEMS.

SECTION 6

For IAEMS-sponsored workshops and other educational activities, economic support can be provided by a majority vote of the Executive Committee. A negotiated amount of the profit from IAEMS-sponsored conferences or activities beyond the ICEM shall be contributed to the IAEMS for the purpose of supporting additional IAEMS meetings and to promote the development and evolution of environmental mutagenesis research and education globally.

ARTICLE V: ICEM

SECTION 1.

An ICEM shall normally be organized once every four years or at such intervals as

determined by the Council. The time and place shall be decided by Council on the basis of proposals received from Member Societies.

The primary purpose of the ICEM is to provide a means whereby the members may exchange scientific information, discuss their professional experiences, exchange ideas, and acquaint themselves with the scientific progress and technical problems of their international colleagues. The ICEM should also serve as a forum for periodic evaluation of the primary objectives of Member Societies world-wide, and as a mechanism to refocus research internationally and to provide new objectives for future research.

SECTION 2.

The ICEM may be held in any country, and one or more Member Societies may assume responsibility for hosting the Conference. Offers extended to the Council to host a future ICEM shall include

- a. the name of the place at which it is proposed to hold the ICEM and its approximate date and
- b. the Society or Societies that will assume responsibility for the organization of the ICEM. The time and place of future ICEMs shall be decided by Council.

SECTION 3.

To be considered as a host for an ICEM or Satellite meetings, the sponsoring Member Society should be current in their dues. The organization of the ICEM shall be the responsibility of a local organizing committee to be set up by the Member Society in the host country. The officers of this committee shall be nominated by this Member Society. The scientific program shall be the responsibility of an international scientific committee appointed jointly by the local organizing committee and the IAEMS Executive Committee.

SECTION 4.

An ICEM should be recognized as one of the primary sources of funding to enable IAEMS to support its various activities. Thus, an ICEM should be planned with the goal of making a profit that can be shared with the IAEMS for this purpose.

Upon request by the Member Society, the IAEMS may give a loan of maximum USD \$25,000 to the Member Society for an ICEM. This loan becomes a financial obligation of the Member Society, but repayment may be waived if no profit is made from an ICEM.

In advance of the ICEM, the IAEMS Executive Committee and the Member Society responsible for organizing the ICEM negotiate a profit-sharing arrangement that can include allocation of up to 10% of the projected conference profit as payment to IAEMS. Based on audited financial records, and after repayment of any outstanding loans, the profit from the ICEM is allocated between IAEMS and the organizing Member Society. The distribution of these profits can be adjusted after the audit.

SECTION 5.

A general assembly shall be convened during each ICEM to provide for communication among Member societies and the Officers and Council of the IAEMS.

ARTICLE VI: AMENDMENTS TO THE BY-LAWS

SECTION 1.

The Council shall have power to draw up such By-laws as it may from time to time deem necessary for the efficient operation of the Council or for regulating its relations with the Member Societies and their financial contributions to the IAEMS. Amendments to the By-Laws may be initiated by the Council or by any Member Society. In the latter instance, the proposed amendments shall be in the hands of the Secretary at least 1 month before the Council is due to meet. Meetings may be held in person or through electronic means.

SECTION 2.

Proposed amendments must be submitted by the Secretary to the Member Societies at least 1 month before a Council meeting so that the actual vote on the proposed amendment(s) can be taken by the Council at the time of a meeting.

SECTION 3.

The Council shall vote on any amendments to the By-Laws that have been submitted to it in accordance with Sections 1 and 2 above, but no such amendment shall be accepted unless two-

thirds or more of the Members shall vote in favor of the amendment. Voting can occur during official meetings of the IAEMS Council or by mail or electronic means.

SECTION 4.

Any new By-laws or any changes in existing By-laws that have been approved by Council shall become effective immediately.

SECTION 5.

A Member Society may protest against any new By-laws or any change in the existing By-laws, in which case the Council must reconsider the matter. The final decisions on any change in the By-laws shall be made by a simple majority of the Council.