

# CONSTITUTION OF THE EUROPEAN SOCIETY FOR EVOLUTIONARY DEVELOPMENTAL BIOLOGY

## Article 1. NAME AND LEGAL STATUS

The Society is called The European Society for Evolutionary Developmental Biology (EED). The EED is a non-profit society and is incorporated under the laws of The Netherlands.

## Article 2. MISSION STATEMENT

The Society promotes research in evolutionary developmental biology through its scientific meetings and otherwise. In particular, its activities focus on the establishment of links (1) between scientists from different sub disciplines and (2) between scientists from within and outside Europe.

## Article 3. MEMBERSHIP

Any person interested in the study of evolutionary developmental biology is eligible for membership.

There are two classes of Members: Student and Regular Members.

All Members of EED in good standing include a) all persons who registered for the last Congress, b) all who register for the next congress at least three months before it convenes, plus c) any persons paying membership dues between these two Congresses. The Executive Committee establishes membership dues.

## Article 4. OFFICERS

The officers of the Society are the **President, Vice-President, Secretary, Treasurer, Program Officer, Marketing and Sponsorship Officer**, and **Past President**. The officers are elected as Officer-Elect and normally succeed the previous officer at the end of his/her term at the end of a Biennial Meeting and then serve a term of 4 years. The officers are elected by a simple majority of returned ballots of Members. One person may only hold one office at one time. The Past President is the President of the previous term and starts office at the end of his/her term, when a new President takes over. The Past President stays on for two years. All other officers may be re-elected, with a maximum of two times for a specific function. Officers must be Members of the Society.

The term of all officers begins at the end of the Biennial Meeting.

## Article 5. EXECUTIVE COMMITTEE

The Executive Committee, consisting of the President, Vice-President, Program Officer, Treasurer, Secretary, Marketing and Sponsorship Officer, and Past President run the Society between the biennial meetings. The Executive Committee provides the local organisers of the Biennial Meetings with a list of guidelines that outline Society policy for the organization of the meeting. It may take minor decisions itself, major decisions only with the approval of the Council.

## **Article 6. COUNCIL**

The Council is the executive body of the Society. It consists of all officers and up to 35 councillors representing different countries, with no more than two officers and three councillors that are not officers from the same country and with at least 3 student or post-doctoral members. Quorum of the Council shall consist of 5 officers and 5 councillors. Councillors that are not officers shall serve 4-year terms and may be re-elected. Councillors must be members of the Society.

## **Article 7. DISTINGUISHED FELLOWS AND AWARDS**

7.1. Distinguished Fellows chosen either for their research accomplishments and/or their service to evolutionary developmental biology may be proposed by the membership, nominated by the Executive Committee, and approved at the Council. No more than one Distinguished Fellow may be nominated per meeting. The Distinguished Fellows receive free lifetime membership, and the registration fees for the Biennial Meetings are waived. The election of Distinguished Fellows will be announced at the Biennial Meeting.

7.2. Biennial awards of the Society are given for outstanding contributions to the field of evolutionary developmental biology. The Executive Committee collects nominations from the Community and seeks approval from the Council for the awardee. The awardee is invited to present a keynote lecture at the Biennial Meeting and receives the Society Medal.

## **Article 8. ELECTIONS**

The Executive Committee appoints an Election Committee to oversee the election of the Officers-Elect and other Council members. The election is held and the results are tabulated within three months after the elections. The Election Committee consists of three Members and is chaired by a Council member. The Election Committee solicits nominations from Members and carries out the election. Election is by simple majority of the membership.

The nominations are collected by the Secretary, screened by the Executive Committee, and announced to the Members by the Secretary. Due consideration for nominations should be given to representation of the various fields of interest in the Society and of geographic origin.

Temporary vacancies among officers are filled by the Executive Committee. Such appointments must be confirmed by the usual procedures on the next possible ballot.

#### **Article 9. BIENNIAL MEETINGS**

The Society holds a scientific meeting every two years. Biennial Meetings are held in Europe. Special meetings may be called by the Executive committee, and joint meetings with other groups may be arranged by the Executive Committee. The Biennial Meetings will provide a platform for scientific exchange of different fields of interest of the Society and for scientists from within and outside Europe.

#### **Article 10. BUSINESS MEETING**

A Business Meeting of the Society is held at the Biennial Meeting. The President chairs the meeting, the Vice-President prepares the agenda in collaboration with the President and the Secretary, and the Secretary writes the minutes. The agenda of the meeting includes the report of the Election Committee on the election of officers and councillors, the report of the Treasurer on finances, the report of the Finance Committee, and the approval of the report of the finance committee by the membership. With that approval the Officers are relieved of their personal responsibility for the finances of the Society for the past accounting period.

The Business Meeting consists of the Members present at the business meeting. Quorum is not required for decisions. Members must be in attendance in order to vote. The Business Meeting elects a new Finance Committee whose members function as the Society's auditors until the next Business Meeting.

The Business Meeting approves the selection of the venue and the Congress Convener of the next Congress. If the venue and Congress Convener are not yet known, they can be selected later by the Executive Committee and confirmed by the Council.

All matters to be considered by the Business Meeting must be received by the Secretary at least one week before the meeting.

#### **Article 11. AMENDMENTS AND BYLAWS**

Amendments to the Constitution and changes to the Bylaws may be submitted by Members from at least three countries. They should be transmitted in writing to the Secretary, who submits them to the Council for consideration. Proposed amendments approved by a simple majority of the Council are submitted to the members on a ballot and are either approved during the Business Meeting by a simple majority or, in between meetings, adopted by a simple majority of the returned electronic ballots.

#### **Article 12. FINANCIAL OBLIGATIONS**

Neither the Council nor any officer of the Society may make any loans or contract any debts in the name of the Society without the approval of the membership at the Business Meeting.

### **Article 13. FISCAL YEAR**

The Treasurer keeps the books of the Society on an annual basis from 1 January to 31 December. The report of the Treasurer to the Business Meeting consists of a statement for the last two calendar years and an interim report for the current year. The Treasurer arranges for the books to be audited by the Finance Committee well in advance of the next Business Meeting.

## **BYLAWS**

### **Article 1. DUES**

Biennial dues are included in the registration fee for the meetings and decided by the Executive Committee in collaboration with the Congress Convener and approved by the Council. Dues for Members who did not attend the last conference and are not attending the coming conference will also be decided by the Executive Committee and approved by the Council.

### **Article 2. PUBLICATIONS**

Publications may be authorized by the Council.

### **Article 3. DUTIES OF OFFICERS**

3.1. The President addresses the Society at its Biennial Meeting, presides at the Council and Business meetings, and appoints committees as directed by the Council or prescribed by the Constitution and Bylaws. The President co-signs non-budgeted expenditures of more than 1000 Euros. The President watches over the affairs of the Society and intervenes where necessary to protect the Society's interests.

3.2. The Past President, based on his/her experience with the running of the Society, advises the Executive Committee without voting rights.

3.3. The Secretary keeps the records of the Society. The Secretary takes the minutes of the Business and Council Meetings and will publish them on the Society's webpage. The Secretary in collaboration with the Marketing and Sponsorship Officer is responsible for keeping the contents of the Society's webpage up to date.

3.4. The Vice-President, in collaboration with the Secretary and President, prepares the agendas for the Council and Business Meetings at the Biennial Meeting of the Society.

The Vice-President organises the poster prize competition. The Vice-President chairs the Awards Committee. The Vice-President fulfils the roles of the President in his/her absence.

3.5. The Treasurer is responsible for the financial administration of the Society. In accordance with the existing constitution, bylaws and policies set by Council. The Treasurer provides a report to Council at least one month prior to the Biennial Meeting summarizing the financial situation of the Society. The Treasurer is authorized to make all expenditures approved in the biennial budget as well as any non-budgeted expenditures up to 1000 Euros and co-signs with the President larger non-budgeted expenditures. The Treasurer signs in new Members between meetings, forwards contact information of new Members to the Secretary, and sends a confirmation to the new Member.

3.6. The Program Officer, in consultation with the President is responsible for organising the program of the Biennial Meeting. The Program Officer appoints and chairs the Program Committee.

3.7. The Marketing and Sponsorship Officer is responsible for raising funds for the Society and Biennial Meetings. To this aim he/she will solicit stands and advertisements for the Biennial Meeting. In addition he/she will solicit sponsoring for travel grants, student prizes, and other Society activities. The Marketing and Sponsorship Officer in collaboration with the Secretary is responsible for keeping the contents of the Society's webpage up to date. In consultation with the Treasurer, he/she will organise merchandise for the Society.

#### **Article 4. COUNCIL**

The Council provides a recommendation concerning the host country and organization for the ensuing Biennial Meeting after due consideration of all invitations, reviews all proposals for changes to the statutes and bylaws, and reports their recommendations to the members of the Society. In addition, the Council provides advice and counsel concerning any other matters deemed to be of interest within the purview or among the responsibilities of the Society.

#### **Article 5. STANDING COMMITTEES**

5.1. The Scientific Committee is appointed and chaired by the President. The members of the Scientific Committee include the Executive Committee members and at least one of the local organisers. The Scientific Committee defines the scientific orientation of each meeting and supports the program committee in putting together the scientific program.

5.2. The Program Committee is appointed by the Program Officer in consultation with the President. The Program Committee is composed of the Program Officer plus at least one additional member of the Executive Committee and at least one of the local

organisers. The Program Committee, with the help of the Scientific Committee, solicits and selects symposia and contributed presentations from the community.

5.3. The Elections Committee consists of three members. It is appointed by the Executive Committee. The chair should be a member of the Council. The Elections Committee carries out the elections using a list of current Members provided by the Secretary. The Elections Committee reports at the Business Meeting.

5.4. The Finance Committee is appointed at the Business Meeting and consists of three Members of the Society. It functions as an internal auditor and is responsible for monitoring the finances of the Society. The Finance Committee reports at the Business Meeting.

5.5. The Local Organising Committee consists of the Congress Convener and a number of local scientists he/she recruits. The Local Organising Committee is responsible for all the local arrangements for the Biennial Meeting and, together with the Treasurer, for the financial arrangements of the Biennial Meeting.

Other committees may be appointed by the President with the approval of Council.

## **Article 6. DISSOLUTION**

In the event of dissolution or termination of the Society, title to and possession of all property of the Society shall pass to an organization determined by the membership of the Society by a simple majority vote on proposals formulated by the Council. The vote shall be organised by a member of the Executive Committee.