

# **EUROPEAN SOCIETY FOR MATHEMATICAL AND THEORETICAL BIOLOGY (ESMTB)**

## **SOCIETE EUROPEENNE DE BIOLOGIE MATHEMATIQUE ET THEORIQUE**

### **STATUTES**

#### **1. Name and Residence**

A1. The name of the Society is: "European Society for Mathematical and Theoretical Biology (ESMTB)". The Society has its registered office in Grenoble (France) and is subject to French law.

#### **2. Purpose**

A2.1. ESMTB is a nonprofit organisation. The purpose of the Society is to promote theoretical approaches and mathematical tools in biology in a European and wider context.

A2.2. The Society will achieve its purpose stimulating scientific research and education in the field of Mathematical and Theoretical Biology by:

- organizing conferences
- organizing courses and summer schools
- promoting the distribution of scientific papers
- promoting scientific exchanges
- collaborating with other existing organizations in the same or related field at a national, continental and world scale
- promoting further unification of European and world societies
- any other means...

#### **3. Members**

A3.1. The Society is composed of full members (persons and institutions), honorary members, and student members.

A3.2. Membership shall end by written resignation by the member and may be cancelled after consideration by the Board.

Date

President's signature

Secretary's signature

A3.3. The Board shall keep a register in which the names and addresses of the members are recorded.

A3.4. Reciprocity membership at reduced rate will be considered after approval by the board with similar national organizations.

#### **4. Board**

A4.1. Only full members can be members of the Board. The Board consists of ten persons, elected by secret mail ballot, voted by the majority of the full and honorary members (one member = one vote). The term of each Board member is six years. The terms should overlap such that every three years five new Board members are elected. Board members cannot be elected for more than six consecutive years. The term begins on January 1<sup>st</sup> the year after the election.

A4.2. The Board chooses a President, a Vice-President, a Secretary and a Treasurer among its own ranks. The posts of Secretary and Treasurer may be held by the same person.

The President directs the activities of the Society. He/she is the official representative of the society. If the President is temporarily prevented from fulfilling his/her duties, the Vice-President shall temporarily take his/her place.

The Secretary maintains the records of the Society in cooperation with the President and in accordance with the decisions made by the Board.

The treasurer is responsible towards the Board for the funds and annually presents a written report on these to the Board.

A4.3. The Board meets as often as necessary, but at least once a year. It is convened by the President or at the request of at least five of its members. The presence of the President and at least four other members of the Board is necessary for the deliberations to be valid. Minutes shall be taken during each sitting and they shall be signed by the President and the Secretary.

A4.4. Decisions are made by simple majority of votes. Material decisions may be made by oral ballot. Decisions concerning persons shall be made by secret ballot. The President has a tie breaking vote in material decisions. In decisions concerning persons ties are resolved by casting lots.

A4.5. The expenditures are regulated by the President. The Society is represented in courts of law and in all legal domains and financial matters by the President or his designated representative. The representative of the Society must enjoy full possession of all legal rights.

Date

President's signature

Secretary's signature

A4.6. The Board is responsible for regular accounting of its budget and shall present the latter at General Assembly meetings.

A4.7 The Board applies and interprets the statutes

## **5. General Assembly**

A5.1. The General Assembly is composed of all members. An institutional member has only one vote. The General Assembly meets at least every three years. It is convened by the Board or at the request of at least one third of its members. Its agenda is proposed by the Board. The announcement and the agenda must be made public at least one month before the meeting. The President of the Society chairs the meeting.

A5.2. The General Assembly approves reports on the management of the Society, the financial situation, the state of the Society and other related areas.

A5.3. The General Assembly approves the accounts of the previous three years and deliberates issues on the agenda.

A5.4. No procuration will be accepted for votes.

## **6. Advisory Council**

A6.1. For specific tasks (such as summer schools, congress, European Commission), the board may appoint advisory councils. It is the duty of the advisory council to give advices to the Board on request or according to its own will. It can for example constitute the scientific committee for the periodic Scientific Congress of the Society.

A6.2. The members of an advisory council are appointed for a period of not more than four years; after this period, they may be reappointed for only one consecutive term.

A6.3. The advisory council is chaired by a President appointed by the Board.

## **7. Scientific Committees**

A7. The Board is authorized to create scientific committees on specific topics, which report directly to the Board, the members of so-called scientific committees being appointed and dismissed by the Board.

Date

President's signature

Secretary's signature

## 8. Financial Resources

A8.1. The financial resources of the Society come from:

- fees contributed by the members,
- subsidies,
- acquisitions by gifts,
- other assets.

A8.2. The Board determines the annual membership fees.

A8.3. Books and records are kept of the financial state of the Society in such a manner that its assets and obligations may be established at all times.

A8.3.1. The Board annually appoints two cash auditors (outside and independent of the board) who, for a period of one year, audit the accounts and give a written report to the General Assembly.

A8.4. The General Assembly's approval of the accounts releases the Board of the Society from all liability with regard to its management for the former three years.

## 9. By-laws

A9. The Board draws up by-laws necessary to efficiently run the Society.

## 10. Modifications and dissolution

A10.1. The statutes of the Society may be modified by simple majority of voting members through mail ballot.

A10.2. The dissolution of the Society may be decided by vote, only by the approval of at least two thirds of all of its members through mail ballot. The General Assembly should then appoint one or several committees charged with the duty of liquidating the assets of the Society. The Board makes use of the net assets of the Society according to law and to the purposes of the Society.

A.11. The new statutes become effective on January 1st 2003.

Date

President's signature

Secretary's signature