

The bylaws of International Lipidomics Society ry

1 Name and domicile

The name of the registered non-profit association is the International Lipidomics Society ry and its domicile is the City of Helsinki.

2 Purpose and activities

The purpose of the association is to represent and promote lipidomics through worldwide cooperation and collaborations and in other manners.

To fulfill its purpose the association fosters the development of new technologies, techniques, resources and skills needed in lipidomics as well as fosters global collaboration and transparent communication in lipidomics projects by gathering leading international laboratories from a wide range of disciplines. The association may also support large-scale inter-lab lipidomics projects and organize annual international meetings, workshops and training courses concerning lipidomics. Besides, the association may award research grants to support researcher in the field of lipidomics.

3 Members

The members of the association are either individual members ("Individual Members") or corporation members ("Corporation Members"). Individual membership is open for individual members of different nationalities. Corporation Membership is open for corporations, cooperatives, associations, and other organizations of legal capacity from different nations ("Corporation Members"). Corporation Members, together with Individual Members, are referred to herein as the "Members".

The board of directors accepts the Members of the association.

The approval of membership of the Members shall be at the sole and absolute discretion of the board of directors.

4 Resignation and dismissal

Members have the right to resign from the association with a written announcement to the Board or its Chairperson or by announcing their resignation to be recorded in the minutes in a meeting of the association.

If a member has failed to pay his or her membership fee within three (3) months from the due date of the membership fee, the board may deem the member to have resigned. In addition, the board may dismiss a member from the association if they have not fulfilled the obligations they committed to when joining the association, or their actions in the association or outside have caused considerable harm to the association, or they no longer fulfill the membership criteria stated by law or the bylaws of the association.

5 Membership fees

Individual Members and Corporation Members are both required to pay to the Association an annual membership fee the amount of which are determined separately for each membership category at the annual meeting of the association.

6 Board of Directors

The board of directors shall carefully attend to the affairs of the association in compliance with the law, the rules, and resolutions adopted by the association. The board of directors shall see to it that the association's bookkeeping conforms to the law and that its financial management has been organised in a reliable manner. The association's board of directors consists of the chairperson and deputy chairperson, who are elected to serve for two years at a time, as well as at least four (4) and at most six (6) other regular members and zero (0) to two (2) deputy members. The board of directors is elected at the annual meeting of the association. The board of directors may propose new board member candidates for the election of the board at the annual meeting. The board chooses a chairperson and a deputy chairperson amongst the board members, and appoints a secretary, a treasurer, and other necessary personnel amongst the board members or outside the board.

If the chairperson, deputy chairperson, other regular member or alternate member resigns or is dismissed before completing his or her term of office, the subsequent meeting of the association shall elect a new person to finish the term if it is necessary in order to achieve the amount of board members required.

The board convenes when requested by the chairperson or the deputy chairperson if the chairperson is prevented from doing so, when they deem it necessary, or when at least half of the board members demand it. The board of directors has quorum when the chairperson, or if he or she is unable to attend, the deputy chairperson and at least half of the other members of the board are present at the meeting.

The board decides the amount of the membership fee. The board may also decide on the sale and replacement of the association's property and mortgaging the land or other titles to the association's property.

Votes are settled with an absolute majority. If the votes are tied the chairperson has the deciding vote. However, in elections the tie is settled by drawing lots.

It is possible to participate in a board meeting also by mail or a data connection or some other technological device.

7 Signing for the association

The name of the association is signed by the chairperson of the board individually. The board of directors has a right to grant a representation right to a designated person.

8 Accounting period and operation inspection/audit

The accounting period for the association is the calendar year. A closing of the accounts along with its required documents and an annual report by the board must be handed over to inspectors/auditors at least one and a half months before the annual meeting. Inspectors/auditors must hand over their written report to the board at least two weeks before the annual meeting.

9 Meetings of the Association

The association's annual meeting is held every year, in March at the earliest and by the end of June at the latest. The annual meeting will elect a chairperson and other officials necessary for the conduct of the meeting from among its own members.

An additional meeting is held when the meeting so decides or when the board deems it necessary, or when at least one tenth (1/10) of the Members with a voting right demand it from the board in writing for a matter announced specifically. The meeting must be held within thirty days of presenting the demand to the board.

Each Member has one vote in meetings. The member may vote by proxy. If a Member has not paid the membership fee due for payment at the time of the meeting, the Member does not have the right to vote in the meeting. The decision of the meeting will be, unless otherwise stipulated by the bylaws, the opinion supported by more than half of the votes given. If the votes are tied the chairperson has the deciding vote. However, in elections the tie is settled by drawing lots.

It is possible to participate in a meeting also by mail or a data connection or some other technological device.

The annual meeting and additional meetings shall be conducted in English. The minutes of the meetings shall be kept in English.

10 Convening meetings

The board of directors will convene the meeting by e-mailing or mailing an invitation to each Member at least two weeks prior to the date of the meeting to such address notified by each Member to the association. An invitation to the meeting shall be in English.

11 Annual Meeting

The following matters are covered at the annual meeting:

- presenting the financial statements, annual report, and inspector's/auditor's report;
- confirming the financial statement and discharging the board and other persons accountable from liability;
- approving the strategy, estimated income and expenditure;
- electing chairperson and deputy chairperson every second year and regular members and alternate members of the board of directors every second year;
- selecting one or two operation inspectors or one or two auditors. If the meeting selects only one inspector or auditor, their deputy shall be selected; and
- discussing and resolving on other matters mentioned in the notice of meeting.

In case a Member request the annual meeting to discuss a particular issue they must make a written notification to the board sufficiently in advance so that the matter can be included in the notice of meeting.

12 Amendment of the bylaws and dissolution of the association

Decisions on amendment of the bylaws and dissolving the association must be made in a meeting by a majority of at least three quarters (3/4) of the votes given. Amendment of the bylaws or dissolution of the association must be mentioned in the notice of the meeting.

If the association is dissolved, its funds will be used to promote the non-profit purpose of the association in a manner specified by the meeting that decides to dissolve the association. If the association is terminated its funds will be used for the same purpose.