

## **NORDIC AUTOPHAGY SOCIETY (NAS) BY-LAWS**

### **CHAPTER I**

#### **NAME**

The name of The Society shall be the Nordic Autophagy Society, hereafter referred to as NAS, and the home town of the Society shall be Kupio, Finland.

### **CHAPTER II**

#### **PARTICIPATING COUNTRIES**

Denmark  
Estonia  
Finland  
Iceland  
Latvia  
Lithuania  
Norway  
Sweden  
The Netherlands

### **CHAPTER III**

#### **OBJECTIVE and ACTIVITIES**

NAS is a strictly non-profit and independent organization that works only and directly to common benefit, and whose activity is not restricted to certain persons. **The objective** of NAS is to advance knowledge on autophagy and strengthen the research on autophagy in the Membership countries.

To this end, the Society shall pursue the following **activities**:

- Organize scientific meetings individually and jointly with other societies.
- Exchange knowledge, expertise, and materials between laboratories from the Membership countries.
- Provide learning opportunities for young scientists pursuing autophagy research by arranging exchanges between laboratories, coaching scientific presentation and communication skills at annual meetings, and by organizing theoretical and technical workshops in conjunction with annual meetings.
- Disseminate the knowledge about autophagy to the general public.
- Promote interaction between academia and industry.

### **CHAPTER IV**

#### **MEMBERSHIP**

1. A person interested in the objectives of the Society may become Member as soon as the annual fee is paid and the registration form has been received and approved by the Board. In the registration form, the applicant shall provide a brief description of his/her own autophagy-related research and motivation for

wishing to become a member. The annual fee shall be set by the General Assembly. The General Assembly is free to decide to have no annual fee for individual membership, which does not exclude the possibility to introduce individual membership fees at subsequent General Assemblies.

2. The General Assembly may invite Honorary Members from any country, and they will be exempt of the annual fee. In addition to be a scientist of high repute, Honorary Members should also have made significant impact on the field of autophagy in one or more Nordic countries, for instance by training students or by productive collaboration with Nordic individuals or research groups. Candidates must be nominated by five or more NAS Members (not Honorary Members).
3. Any company having interest in autophagy can apply for the Company Membership. Companies holding a company membership are subjected to an Annual Fee, which is 10 times that of an individual member, or EURO 200 if the Annual fee of individual members is lower than EURO 20. A Company membership qualifies for one (1) vote only at the General Assembly.
4. NAS membership gives the following rights:
  - a. right to vote at the General Assembly
  - b. right to be elected as member of the Board
  - c. right to propose modifications to the By-laws
  - d. right to apply for NAS grants and benefit from supportive actions which are for NAS members only
5. Cancellation of membership shall be made in response to a written application of resignation, or by not paying the annual fee within the first three (3) months within the following calendar year. Cancellation after payment of the annual fee does not lead to any reimbursement of the annual fee. Board members can resign during the duty period by delivering a written application to the Board.
6. The board may exclude any member, or company member from the Society, if the Annual fee has not been paid for two consecutive years. Members who do not pay the annual membership fee within the first three (3) months of the calendar year, will lose their status as members in accordance with point 5, with the possibility of requesting a new membership application. Moreover, dismissal may result from any violation of the By-laws or any serious offense of the pursuits of the Society. Dismissal is proposed by the Chairman or by the Board on the basis of an overall evaluation of the member in question, and decided by the General Assembly after hearing of the member. Dismissals shall be the first point of the agenda. A 2/3 (two third) majority is due.

## **CHAPTER V**

### **BUSINESS**

1. The business year shall be the calendar year. The annual fee, upon recommendation of the Board, shall be determined by a majority vote of the annual General Assembly.
2. The Treasurer or his/her delegate shall present a report at the business meeting of the General Assembly, which summarizes the financial situation of the Society per December 31 of the preceding year.
3. Accounts shall be examined annually by two operations inspectors appointed by the General Assembly.

## **CHAPTER VI**

### **MANAGEMENT AND ELECTION**

1. The Board shall direct and manage the affairs and property of the Society. The Board consists of the Chairman, the General Secretary, the Treasurer, and normally one or two members from each of the member countries, including the three positions mentioned above, i.e. the Board will consist of maximum two members from each country. The Board should preferentially be represented by minimum one member from each of the participating countries, but this is not an absolute requirement. The Board shall consist of 5 to 16 members. Board members will be elected for a period of three (3) years and must be members of the Society. Company members cannot be Board members.
2. Any Member may nominate one (1) candidate to represent his/her country on the Board. Any Member is also free to nominate candidates for the offices of Chairman, General Secretary and Treasurer. Self-nomination is not allowed.
3. A written nomination should be delivered to the Chairman of the Society together with a written consent from the nominee to the effect that he/she will accept office if elected.
4. At the Annual General Assembly, a list of the names of all persons nominated to hold an office on the Board shall be presented by the Chairman.
5. All votes to officers on the Board shall be determined by simple majority, by show of hands. In the event of the votes being equal in number, the Chairman has the deciding vote. The Chairman shall then declare the names of the officers elected on the Board.
6. The General Assembly is held once a year, as part of the Annual Meeting (see Chapter VII).
7. The work of the Board shall be conducted by the Chairman. The Chairman shall be assisted by the General Secretary, who shall be responsible for the routine business of the Board and keeps its records. The General Secretary shall make minutes of the meetings of the Board and of the General Assembly. The Treasurer shall maintain proper records including a directory of members and accounts and arrange for such reports on the financial status of the Society as may be requested by the Board and by the General Assembly.
8. Board meetings shall be held whenever suggested by the Chairman, or upon request of three of its members. The meetings can be held using electronic

connections. The decision of the Board shall be made by the majority vote. A quorum of the Board shall be five (5). In case of equal division of the votes, the Chairman shall cast the decisive vote. The Board may transact and vote by mail when the Chairman finds this necessary.

9. The Board may nominate persons or committees to assist with the organization of scientific meetings, symposia, courses, and maintenance of the Societies' webpages.
10. The Society is signed by the Chairman together with either the General Secretary or the Treasurer.

## CHAPTER VII

### MEETINGS

1. The Society shall organize Annual Meetings consisting of a General Assembly and a Scientific Meeting. The Annual Meeting should be held between April and October.
2. **The General Assembly (GA)** shall be the decisive authority of the Society. The agenda of the GA shall be distributed to the members at least one month in advance of the GA. The GA is chaired by the Chairman or any other Board Member appointed by the Board. The Treasurer shall present a report, which summarizes the financial situation of the Society per December 31 of the preceding year, and which shall have been examined by the operations inspectors in advance of the GA. The GA shall vote to approve the GA agenda, the financial report, and the minutes of the previous GA. The annual fee for the following year shall be determined at the GA, upon recommendation from the Board. The location and a tentative date of the next Annual Meeting shall be decided at the GA. The Annual Meeting shall alternate among the participating NAS countries. The GA shall vote with respect to any persons that have been nominated as Board Members, Honorary Members, or Operations Inspectors, as well as with respect to any dismissals of members, change of or additions to the BY-LAWS, or dissolution of the Society. Voting during the GA is determined by simple majority by show of hands, except for dismissals of members, change of or additions to the BY-LAWS, or dissolution of the Society, which require a 2/3 majority vote. The Board shall distribute the minutes of the GA to all Members not later than 6 months after the Meeting.
3. The program of the **Scientific Meeting** will be prepared jointly by the Local Organizing Committee and the Board. The local organizers of any Meeting of the Society are responsible for the practical arrangements. The local organizers are free to rent space to companies. Earnings from such arrangements are included in the total budget of the Meeting. The local organizers shall keep books of account of all the income and the expenses of the Meeting. The earnings from an Annual Meeting shall be transferred to the Treasurer of the Society before December 31 of the same year. The Board of the Society is not legally responsible for any budgetary deficit incurred by the organizers of an Annual Meeting.
4. The meetings of the Society shall be summoned by email; for the General Assembly at least one month and for extra meetings at least two weeks before the meeting.

## **CHAPTER VIII**

### **Changes of By-laws**

For changes of or additions to the By-laws, a 2/3 majority vote is required at a duly called General Assembly Meeting. The proposed changes or additions shall be distributed to the members at least one month prior to the General Assembly.

## **CHAPTER IX**

### **Dissolution of the Society**

For the dissolution of the Society, a 2/3 majority vote is required at a duly called General Assembly Meeting. The proposed dissolution shall be distributed to the members at least one month prior to the General Assembly. Any surplus funds or property shall be applied to some scientific purpose as decided by the Assembly.