

EUROPEAN SOCIETY OF NEMATOLOGISTS

Internal rules Additional to the articles of association

ARTICLE I

Name and official address

The name of the Society shall be the EUROPEAN SOCIETY OF NEMATOLOGISTS hereinafter referred to as the Society.

The official address of the Society is: Wageningen University and Research Centre (WUR), Wageningen, The Netherlands. All correspondence should, in the first instance, be addressed to the Secretary at his/her address.

ARTICLE II

Objectives

The objectives of the Society shall be:

- (1) the advancement of the science of nematology;
- (2) to foster communication and collaboration between nematologists particularly through the Society newsletter and through biennial Symposia and other meetings;
- (3) to represent the views of nematologists to other bodies, organisations and governments.

ARTICLE III

Membership

Membership of the Society is open to any person engaged in or interested in the science of nematology.

A. Classes of Membership

1. General Member

Any person may become and remain a General Member on application for membership to the Secretary of the Society and on continued payment of the annual Membership Fee, provided they are not otherwise disqualified from membership by these Internal Rules.

2. Life Member

Any person who joined the Society in this capacity before 1987; it is no longer possible to become a Life Member.

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3. Fellow of the Society

A person thus elected in recognition of merit.

4. Sustaining Member

A person or organisation having contributed to the Society an annual Sustaining Membership Fee.

B. Privileges

All members may participate in general meetings of the Society, vote on all matters submitted to the membership for decision, offer nominations for office, hold office and serve on the Governing Board.

All members shall receive notification of the date and place of the General Meeting and of Society Symposia. All members shall be entitled to receive Society mailings, newsletters, membership directories and associated benefits.

Sustaining members shall be entitled to display and present information regarding their proprietary products and services at Society Symposia. Any organization that is a sustaining member may designate one person to exercise the voting rights of that membership; the designated person shall receive all official communications and newsletters from the society.

C. Termination of membership

Members (General Members and Sustaining Members) who fail to pay their membership fees when due shall be excluded from the Society. A member shall be informed in writing by the Treasurer that the membership fee has not been received by the Society. If the fees remain unpaid (i.e. not received by the Treasurer of the Society) for six calendar months, membership shall be terminated effective immediately.

Former members who have had their membership terminated for reason of non-payment of membership fees may re-apply and can be accepted without formality upon payment of membership fees and all debts to the Society.

D. Membership Fees

The annual Membership Fee shall be decided at the General Meeting of the Society.

The minimum annual Sustaining Membership Fee shall be determined by the Governing Board.

All fees shall be paid by 1 February of each year. Up to four years fees may be paid in advance and these shall not be subject to any increases imposed by the Society during that time.

Life Members and Fellows of the Society shall be exempt from Membership Fees.

E. Meeting of Members

At all meetings of the members, motions shall be resolved by a simple majority vote of the members present. The minimum number of members required to be present in order to constitute a valid meeting of the Society shall be 30.

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There shall be a General Meeting of the Society at the time and place of the Biennial Symposium. Notice of such a meeting shall be given to all members by inclusion with the notice of the Symposium.

The purpose of the General Meeting shall be to enable the membership to discuss the affairs and management of the Society. It provides the opportunity to members to hear from and to question the Governing Board regarding its activities. In particular, the General Meeting shall elect the President, confirm the election of members of the Governing Board, fix the membership fee and make decisions on any matters put to it by the Governing Board.

The President shall preside as Chair of the General Meeting. The Governing Board shall propose an agenda for the General Meeting which shall be agreed or amended by the meeting.

An Extraordinary General Meeting of the Society may be called at any time by a majority of the Governing Board. The Governing Board shall also call an Extraordinary General Meeting whenever so requested in writing by at least 30 members (no more than 50% of whom shall be from any one country). Notice of such a meeting stating the purpose for which it is called shall be served personally or by mail to members not less than two calendar months before the date set for such a meeting. No business other than that specified in the notice convening the meeting shall be transacted at any Extraordinary General Meeting called in this manner, and the meeting shall be conducted with procedures identical to that of a General Meeting.

ARTICLE IV

The governing board

The Governing Board shall be responsible for the general management of the Society, shall nominate from within the GB the Secretary/Treasurer and from the assembly or the GB the Editor of Nematology News, and two persons (one of whom will usually be the Secretary/Treasurer) to represent the Society on the board of the International Federation of Nematological Societies (IFNS). The Governing Board shall appoint two members of the Society to a Finance Committee which will audit the accounts of the Secretary/Treasurer. The Governing Board shall report its activities to the General Meeting and may, at its own discretion, ballot the General Meeting on any matter it considers to be of suitable importance.

The Governing Board shall be composed of the President, the secretary/treasurer, and four ordinary members (of which one might be the editor of Nematology News) who shall be elected for four years by the membership of the Society. No member of the Governing Board shall serve for more than two consecutive periods, that is a total of eight years with the exception of the Secretary/Treasurer, who can stay for a maximum of 12 years; former members may be re-elected after an interval of two years.

A meeting of the Governing Board can only take place provided at least four members are present. In the event of a tie when voting the President shall have the deciding vote. At the discretion of the Governing Board, the Editor of Nematology News (when not a member of the GB) and the Symposium Director may participate at meetings of the Governing Board in a non-voting capacity.

ARTICLE V

Officers

The officers of the Society are the President, the Secretary/Treasurer, the Symposium Director, ordinary members of the GB and the Editor of Nematology News. The post of Secretary/Treasurer is to be held by one and the same person. Only members of the Society may hold office.

A. The President shall ensure that the affairs of the Society are conducted according to the Objectives of the Society and in accordance with the articles of association and these internal rules.

He/she shall preside over meetings of the Society and the Governing Board, and shall represent the Governing Board at the General Meeting. The President shall be elected at a General Meeting, assume the role at the completion of that General Meeting, serve for a period of four years and may be re-elected for one extra period but then be replaced at the end of that period (max of 8 years)

B. The Secretary/Treasurer shall keep the minutes of meetings of the Governing Board and of the General Meetings, prepare and distribute all notices of the Society, enrol new members and maintain records of membership, conduct business on behalf of the Society and attend to correspondence with the authority and approval of the Governing Board.

The Secretary/Treasurer shall also have the care and custody and be responsible for all funds and securities of the Society and deposit all such funds in the name of the Society in bank accounts or similar as approved by the Governing Board. He/she shall receive and record all payments of membership fees and shall inform individual members of non-receipt of their membership fees.

The Secretary/Treasurer shall prepare an Annual Statement of Account, itemising all the Society's credits and debits and indicating the present financial status of the Society. This Annual Statement of Account shall be presented to the Governing Board and then audited by the Finance Committee which shall have full access to all financial records. If the Finance Committee should be dissatisfied, for any reason, with the validity of the Annual Statement of Account, it shall inform the Secretary/Treasurer of the reason for dissatisfaction, thus allowing the Secretary/Treasurer to explain or modify the Annual Statement of Account. If, thereafter, the Finance Committee remains dissatisfied, it shall report the fact to the Governing Board, which shall take appropriate action at its discretion. If the Finance Committee is satisfied, it signs the Annual Statement of Account, which will be published in Nematology News, if possible, in the next edition before the General Meeting, and on the Society's website.

The audited Annual Statement of Account shall be presented by the Secretary/Treasurer to the General Meeting for approval. If approved, the GB shall sign the Statement.

C. The Editor of Nematology News shall have responsibility for publishing and distributing a single volume Newsletter (entitled Nematology News) in two parts in January/February and June/July of each year. Nematology News may be published in paper version or electronically, either distributed via mail or posted on the Society's website.

The Editor shall maintain a full record of expenses and income pertaining to the publication of Nematology News and shall present such accounts to the Secretary/Treasurer, to be incorporated into the Annual Statement of Account. These accounts shall then be published in Nematology News, if possible in the next edition after the General Meeting, and on the website.

D. The Symposium Director

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The Symposium Director is responsible for the organisation of the biennial symposium. He/she shall normally participate in meetings of the Governing Board during the two years of the appointment prior to the symposium. The Symposium Director is responsible for the local organisation of the symposium, the scientific responsibility lies with the Governing Board (see article IX).

ARTICLE VI

Elections and appointments

A. Election of the President and Secretary/Treasurer

The Governing Board shall nominate candidates to the General Meeting for the position of President and for the position of Secretary/Treasurer. If the General Meeting does not approve the proposed candidates, the President shall seek nominations from those members present at the General Meeting. The General Meeting shall elect by vote the President and Secretary/Treasurer from among the candidates presented to it.

B. Election of Governing Board Members

At each General Meeting a minimum of one Governing Board member shall normally retire from office.

A request for nominees to become Governing Board members will be published in Nematology News and on the Society's website preceding a General Meeting. Each nomination shall be made by a member of the Society and shall be seconded by another member of the Society. The nominees who fulfil the requirements for Governing Board membership shall be listed as candidates for election on a voting form which shall be published in Nematology News and on the website at least two months prior to the General Meeting. In addition, the Governing Board shall make nominations for all the vacancies, and these candidates shall be designated on the voting form as being the nominations of the Governing Board. Voting will be either electronically through the website, via mail or by a show of hands at the General Meeting.

The vacancies created on the Governing Board by members retiring from office shall be filled by the candidates receiving most votes.

In the event of an equal number of votes being cast for two or more candidates in the leading positions, a vote shall be taken in the General Meeting for the tied candidates. If such a tie is repeated in the vote of the General Meeting the President shall have the casting vote.

C. Appointment of the Editor of Nematology News and representatives to the IFNS.

The Editor of Nematology News and two ESN representatives to the IFNS (one of whom will normally be the Secretary/Treasurer) shall be appointed by the Governing Board and may serve for continuous periods at the discretion of the Governing Board. The appointments shall be notified to the General Meeting. The Editor of Nematology News can be chosen from within the Governing Board.

D. Election of the Symposium venue and Symposium Director

The Governing Board shall invite all members to submit venue bids according to the guidelines. The Governing Board will evaluate the bids. The Governing Board will propose up to 3 bids, that

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will be presented at the General Meeting . The General Meeting will vote for the venue. The local organiser will be the Symposium Director.

ARTICLE VII

Finances

The funds of the Society shall be maintained as 1) reserve funds and 2) working funds, the latter for use by the appointed officers of the Society. These funds shall be maintained in the ESN bank account as approved by the Governing Board.

Withdrawals from the reserve funds shall require prior approval by a majority of the Governing Board.. All such withdrawals shall be recorded on the Annual Statement of Account.

A working fund, in amount agreed by the Governing Board, shall be maintained in a separate bank account for the Editor of Nematology News. The withdrawals shall be recorded on the Annual Statement of Account.

ARTICLE VIII

Committees and representatives

The Governing Board may establish committees as necessary to undertake the Objectives of the Society. The Governing Board may appoint members of the Society to represent the Society in other relevant organisations and committees. The members of the Society shall be kept informed by the Governing Board of the activities and membership of such committees and representations.

ARTICLE IX

Biennial symposia

The symposium director whose election is confirmed at the General Meeting, held during a biennial Symposium, shall have the responsibility for organising the next ESN Symposium at the venue agreed at the previous General Meeting. The symposium director shall form his/her own committee, which shall include the Secretary/Treasurer as *ex officio* member, to organise the Symposium. The symposium director shall also be guided by the Governing Board (through guidelines or a symposiums advisory committee established by the Governing Board) on the structure of the Symposium. The responsibility of the scientific contents lies with the Governing Board. During the appointed two years the symposium director will be an added member of the Governing Board.

The Symposium is expected to be self-financing. All excess funds shall be passed to the Society and after the Symposium within half a year,, the Past-symposium director shall provide to the Governing Board a summary of the accounts of the Symposium.

If, for any reason, the Symposium Director is unable to organise the planned Symposium, he/she shall inform the Governing Board as soon as possible. The Governing Board may, at its own discretion, appoint a replacement Symposium Director who is willing to organise a symposium either at the same date as previously planned or in the same period.

ARTICLE X

Honours

Election to Fellow of the Society is accorded to General Members in recognition of outstanding contribution to the science of nematology or distinguished service in promoting the Objectives of the Society. The number of Fellows elected biennially should normally not exceed 0.5% of the total membership.

Nominations for Fellow of the Society may be made by any member. All nominations for Fellow must be accompanied by a written statement outlining the professional achievements of the nominee and giving reasons for the proposed election, and must be supported by two other members. Nominations shall be submitted to the Governing Board no later than three calendar months before the General Meeting of the Society. The selection of Fellows is made by the Governing Board or by a committee appointed by the Governing Board which shall inform the membership at the General Meeting.

ARTICLE XI

Amendments

Proposals for amendments to these internal rules may be made to the Governing Board by any member of the Society. Members shall be notified of the proposed amendments by publication of the proposed amendment in Nematology News and on the website at least one calendar month before the General Meeting at which the proposal is to be considered. Proposals to amend the internal rules shall first be submitted in writing to the Secretary of the Society at least six calendar months before the General Meeting at which the proposal is to be considered.

Any amendment of the internal rules requires approval of two thirds of the members that are present at a General Meeting or in case of electronic voting, half of the subscribed members.

An adopted amendment shall become effective immediately upon approval unless stated otherwise in the amendment.

ARTICLE XII

Dissolution

In the event that the Society is dissolved for any reason, all assets remaining after payment of debts shall be distributed exclusively for the benefit of the science of nematology as recommended by the Governing Board.