

LATIN AMERICAN FEDERATION OF BIOPHYSICAL SOCIETIES (LAFeBS) STATUTES

I - Legal and Administrative Aspects

- (1) The Latin American Federation of Biophysical Societies is registered as a non-for-profit organization under Uruguay Law. The legal seat of the Federation shall be Iguá 4225, Facultad de Ciencias, Universidad de la República, 11400 Montevideo - Uruguay. The administrative center of the Federation shall be the Office of the current Secretary or such other place(s) as the Council of the Federation shall from time to time determine.
- (2) These statutes shall be governed by, and interpreted in accordance with the participant countries' law. The working languages of the Federation are Portuguese, Spanish and English,

II - Aims and function of the Federation

- (3) The goals of the LAFeBS are to develop the basis for a more permanent interrelation between the Latin American Biophysical and related societies, and to promote regional development and human resources formation in biophysics from the undergraduate to the post-doctoral level. For these purposes LAFeBS may exercise the following powers:
 - (a) to organize regional co-operation in Biophysics and to promote communication between the various branches of Biophysics and allied subjects;
 - (b) to encourage within each adhering body co-operation between the societies that represent the interests of Biophysics;
 - (c) to enhance the regional contributions to the advancement of Biophysics in all its aspects.
 - (d) to set up commissions or other bodies for special purposes;
 - (e) to generate appropriate procedures to promote an academic network for postgraduate education in the region
 - (f) to organize periodical meetings, workshops and conferences related to the Latin American activities in Biophysics;
 - (g) to collaborate with other scientific organizations in biophysics and allied subjects
 - (h) to develop any activity deemed helpful to the advancement of its declared objectives.

III - Membership

- (4) The LAFeBS shall consist of adhering bodies representing Scientific Communities of Latin-American. In each Scientific Community the adhering body shall be a

Research Council or similar institution, a scientific Society or a group of such Societies, or a body specially formed for the purpose of adhering to the Federation. In each case a Committee with responsibility for international relations in Biophysics shall be formed, and adherence to the Federation shall be ratified when the membership of this Committee has been reported to, and recognized by the General Assembly of the Federation. Scientific Communities that are not adhering bodies, because of the lack of financial resources may be observing bodies of the Federation, without voting rights. Applications for observer status will be accepted only by the General Assembly.

- (5) The term Scientific Community shall be applicable to the Biophysicists of a country or of an otherwise defined geographical area that has an independent budget for scientific purposes.
- (6) The adhering body shall be required to pay an annual subscription to the Federation. An observing body that wishes to pass to adhering body shall be required to pay an annual subscription to the Federation
- (7) Termination of membership for adhering bodies shall be decided by the General Assembly by a two-third majority of those present.

IV - Committees for Biophysics and Allied Branches

- (8) Within their own Scientific Communities the Committees for Biophysics will be expected to co-ordinate the interests of the various branches of Biophysics. In their relations with LAFeBS each Committee for Biophysics shall appoint delegates to represent its Scientific Community at the General Assembly of the Federation, and shall select a leader of its delegation. Each delegate shall vote on behalf of his or her Scientific Community at the General Assembly.

V - General Assembly

- (9) The work of the Federation shall be directed by the General Assembly of delegates, which shall normally meet once every four years. The membership of the General assembly of the Federation shall consist of the delegates appointed by the adhering bodies, the Officers and the ordinary members of the Council. In addition, each Commission has the right to send one representative to the General Assembly. Only those who have been appointed as delegates and are present may vote. Each voting member of the General Assembly may cast only a single vote.
- (10) The General Assembly shall elect the Officers and Members of Council; adhering bodies and commissions in writing shall submit to the secretary nominations for candidates for election at least four months before the meeting of the General Assembly.
- (11) Observing bodies may send one representative to the Assembly, who shall have the right to participate in the discussions but not to vote.
- (12) The levels of annual subscription determined by the General Assembly shall be for the four-year period beginning 1st January following the General Assembly. The annual subscription must be paid in the calendar year to which it applies. Any

Adhering body that is three or more years in arrears at the date of a General Assembly shall be deprived of the right to vote at the General Assembly.

- (13) The quorum for a General Assembly shall be at least 50% of the Adhering Bodies that are represented in person by duly appointed delegates.
- (14) At the General Assemblies, matters shall be decided by a simple majority of all delegates present except for termination of membership for adhering bodies, modification of Statutes and dissolution of the Federation.

VI - Extraordinary General Assembly

- (15) An Extraordinary General Assembly shall be summoned by the Secretary if unanimously requested by: the Executive committee, or the Council members excluding the executive committee members, or in response to a written request to the President from at least half of the Federation's Adhering Bodies. The time, place and Agenda shall be notified to all Adhering Bodies, Observer Members and commissions at least 3 months before the proposed date. No matter shall be discussed at an Extraordinary General Assembly that has not been included in the pre-circulated Agenda. The voting procedure should be as in a General Assembly (section V).

VII - The Council

- (16) The executive body of the General Assembly shall be a Council, which shall be guided in all its decisions by the tradition of free international scientific co-operation. Members of Council serve in their personal capacities and not as representatives of Adhering Bodies.
- (17) The Council shall consist of the three Officers of the Federation, who shall also be the Officers of the Council, not more than 5 ordinary Members, and the former president. They shall be elected, with the exception of the President and the Past-President, by the General Assembly.
- (18) The ordinary Members of the Council shall serve for a term of four years. The Council may co-opt to any vacancies which occurs (including the Officers) for the remaining period of the vacancy and any person so co-opted has the same tenure of office as the person replaced.
- (19) In the exception of the purposes of the Federation, no member of the Council shall be liable for any loss to the property of the Federation or any of its Commissions or Committees arising (i) by reason of any improper investment made in good faith (provided that he/she shall have sought professional advice before making such investment) or (ii) through the negligence or fraud of any agent employed in good faith by him/her or by any other member of the Council (provided reasonable supervision shall have been exercised) even if the employment of such agent was strictly not necessary or (iii) by reason of any mistake or omission made in good faith by any member of the Council or (iv) by any other reason except willful and individual fraud, wrongdoing or wrongful omission on the part of the member of the Council who is sought to be made liable.

- (20) No member of the Council shall acquire any interest in property belonging to the Federation (otherwise than as a trustee for the Federation) or receive remuneration or be interested (otherwise than as a member of the Council) in any contract entered into by the Council. The meetings of the Council shall be held: (a) during the General Assembly; (b) normally once between each General Assembly, but exceptionally at other times upon the decision of the Council.
- (21) Four Members of the Council shall constitute a quorum at a Council meeting.

VIII - Officers of the Federation

- (22) The Officers of the Federation shall be a President, a Past-President, a Secretary and a Treasurer. The President and Treasurer shall hold office for a period of four years. Similarly, the Secretary may hold office for four years normally then becoming President.
- (23) It shall be the duty of the President to maintain relationship with all bodies adhering to the international Federation and all other relevant organizations related to biophysics. The Treasurer of the Federation shall be responsible for the preparation of Financial Accounts and arranging for them to be professionally audited. The Secretary shall prepare the agenda, and circulate them at least four months before meetings of the Council and General Assembly.

IX - The Executive Committee

- (24) The Officers of the Federation, acting as the Federation's Executive Committee, may conduct the business of the Council in the intervals between meetings of the Council. The Executive Committee shall meet mid-way between Council Meetings and consult by mail or email as necessary on day-to-day matters. All decisions and activities of the Executive Committee shall be reported periodically to the Council.

X - Commissions

- (25) Commissions may be set up by the General Assembly or by the Council to take responsibility:
- (a) for the various branches of Biophysics;
 - (b) for any other necessary purpose, including co-operation with other international organizations.
- (26) The constitution of each Commission must be approved by the Council. A representative of each Commission shall be responsible for the presentation of a report on its work at each General assembly. Decisions of Commissions are made by a simple majority of the votes of their members.
- (27) The Adhering Bodies shall be consulted regarding the membership of each Commission. The Council shall appoint from among its members at least one representative on each Commission, one of whom shall preferably act as delegate.

- (28) The Secretary shall receive copies of all official communications pertaining to the activities of the Commissions.
- (29) In addition to grants made to the commissions by the Council, Commissions may procure grants from other sources in the name of the Federation.

XI - Modification of the Statutes

- (30) The present statutes may be modified only by a two-thirds written vote of all adhering bodies present at a General Assembly to which prior notice of the change has been given on the agenda.

XII - Dissolution

- (31) If the Council decides that it is necessary or advisable to dissolve the Federation it shall call a General Assembly of all members of the Federation, of which not less than three months notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Council shall have power to realize any assets held by or on behalf of the Federation. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred as determined by the Members of the Federation to one or more institutions having objectives similar to those of the Federation or failing that shall be applied to some other appropriate purpose.

XIII - Transitory clauses

- (32) The provisional authorities elected by the first constituent Assembly will act in all ways as a constituent Federation of Latin American Biophysical Societies in accordance with these statutes.
- (33) The provisional authorities are authorized to make formal changes to these Statutes for legal purposes.
- (34) Because the formation of the Latin-American Federation of Biophysical Societies, the Southern Cone Biophysical Congresses will be called Latin-American Congresses of Biophysics, being the forthcoming meeting the 6th Latin-American Congress of Biophysics.
- (35) The transitory President, Secretary and Treasurer will be in office for a term of two years.