

CONSTITUTION

INTERNATIONAL ORGANIZATION FOR MYCOPLASMOLOGY

ARTICLE I

NAME

SECTION 1. - The name of this organization shall be the INTERNATIONAL ORGANIZATION FOR MYCOPLASMOLOGY, designated by the letters IOM. and hereinafter referred to as IOM or as the ORGANIZATION.

ARTICLE II

OBJECTS

SECTION 1. - The objectives of this ORGANIZATION shall be:

- To promote cooperative international study of mycoplasmas and mycoplasmal diseases and dissemination of knowledge concerning their identity and relationships, effects and importance, means of spread, control and/or prevention.

- To encourage personal contacts and the exchange of information by sponsorship of official IOM Conferences and publication of proceedings of these conferences. To foster educational programs and to prepare and distribute educational materials useful in the study of mycoplasmal diseases.

- To develop mutual understanding among individuals, institutions and agencies concerned with mycoplasmas and to encourage their participation in and support of mycoplasmal research.

SECTION 2. - The ORGANIZATION has been formed exclusively for the aforementioned scientific and educational purposes and no part of its assets, income or profit shall inure to the benefit of its members, directors or officers. Further, no substantial part of the activities of the ORGANIZATION shall be the carrying on of propaganda or otherwise attempting to influence legislation; nor shall the ORGANIZATION participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE III

MEMBERSHIP

SECTION 1. - Membership in this ORGANIZATION shall be of four classes: (1) Active, (2) Student, (3) Sustaining, and (4) Honorary.

SECTION 2. - Any person interested in mycoplasmas or engaged in research on mycoplasmas or mycoplasmal diseases is eligible for active membership. All active members shall pay the established membership fees and, additionally, when attending international conferences of the ORGANIZATION shall be required to pay the registration fees.

SECTION 3. - Any regularly matriculated student majoring in mycoplasmaology, microbiology, or related fields shall be eligible for election as a Student Member. Certification of the applicant's status as a full time student must be given in writing by the Chairman of the Department in which the student is enrolled. Letters of certification must be forwarded to the IOM Treasurer at the time dues payments are made.

SECTION 4. - Any person, or organization, interested in advancing the objects of the ORGANIZATION, shall be eligible for election as a Sustaining Member. Sustaining members rights are the same as active members, except Sustaining members shall not be eligible to hold office.

SECTION 5. - The ORGANIZATION at its regular conferences may grant honorary membership to persons who have contributed significantly to the growth, welfare, functions or activities of IOM, or to the field of mycoplasma research in general. The Chairman and the Board of Directors of IOM shall constitute a committee to consider the granting of honorary membership. Active members of IOM may submit names of candidates to be considered for this honor, but it is for the Board of Directors to select those to receive this honor. Honorary members shall be exempt from payment of regular membership dues but if in attendance at conferences shall pay the established registration fees. The rights of honorary members are otherwise the same as those of active members.

ARTICLE IV

OFFICERS AND COMMITTEES

SECTION 1. - Officers of IOM shall consist of (1) a Chairman, (2) a Chairman-Elect, (3) a Secretary-General, (4) a Treasurer, (5) an Immediate Past-Chairman, and (6) five (5) At-Large Members of a Board of Directors. Since the Chairman-Elect normally will succeed to the office of Chairman of IOM, regular elections will call for the nomination and election of a Chairman-Elect, a Secretary-General, and a Treasurer once every two or three year interval, depending upon the occurrence of international conferences of IOM.

SECTION 2. - Normally, the elected and appointed officials shall take office at the end of a regularly-scheduled conference and serve until adjournment of the next conference, usually a two or three year period. The office of Chairman cannot be filled by the same IOM member more than once in succession.

SECTION 3. - The Board of Directors shall consist of the Chairman-Elect, who shall serve as presiding officer of this council, the Immediate Past-Chairman, the Chairman, the Secretary-General, the Treasurer, and the five appointed At-Large members.

SECTION 4. - Committees shall be appointed by the Chairman of IOM as deemed necessary by the Chairman and the Board of Directors. These appointments should also include a designated Chairman for each of the respective committees.

ARTICLE V

DUTIES OF THE OFFICERS

SECTION 1. - CHAIRMAN: the duties of the Chairman shall be to direct the affairs of the Organization by:

- a) Appointing three (3) at-large members of the Board of Directors. These at-large members shall be representative of broad geographical areas of international mycoplasmal research, as well as being representative of various scientific sub-disciplines within mycoplasmaology.
- b) Appointing the necessary committees and a chairman of each committee.
- c) Serving ex-officio with each committee, offering advice, counsel, and suggestions for efficient and productive accomplishments towards the aims of IOM.
- d) Working with and assisting the committee(s) that will organize the conferences to be held during the Chairman's tenure of office.
- e) Working with the Immediate Past-Chairman and the chairmen of the various committees formed to supervise the editorial and publications activities of the ORGANIZATION following an international conference.
- f) Informing the Secretary-General regarding announcements and information to be sent the membership of IOM by way of a Newsletter.
- g) Taking necessary action to initiate programs or activities which the ORGANIZATION requests by majority vote at regular business sessions or is proposed by the Board of Directors in majority vote.
- h) Publicizing newsworthy activities and forthcoming international conferences of IOM in selected scientific and trade journals.
- i) Conducting other necessary business.

SECTION 2. - CHAIRMAN-ELECT: the duties of the Chairman-Elect shall be:

- a) To assist the Chairman when called upon in the promotion of the programs and projects of IOM and to serve as the presiding officer of the Board of Directors.
- b) In case of resignation or incapacitation of the Chairman of IOM, the Chairman-Elect shall automatically assume the office of the Chairman.

c) To appoint two (2) at-large members of the Board of Directors. These appointments shall be made after consultation with the Chairman so that duplicate candidates are not proposed. Conditions of the appointments outlined above (Article V, Section 1(a)), concerning representation and balance among the at-large membership, shall be followed.

SECTION 3. - SECRETARY-GENERAL: the duties of the Secretary-General shall be:

a) To receive membership applications, maintain a mailing list of all members, and to send out necessary information regarding payment of dues, etc.

b) To prepare and distribute by mail all official announcements except those which may be sent directly by the Chairman of IOM or by individual committee chairman.

c) To prepare and distribute nomination and election ballots, assemble and handle returned ballots as specified in Article VI of this Constitution.

d) To arrange suitable bonding for the Secretary-General, the cost of which is to be borne by the ORGANIZATION.

e) To perform other duties as may be duly resolved by IOM membership.

SECTION 4. - TREASURER: the duties of the Treasurer shall be:

a) To receive membership dues and other monies of the ORGANIZATION which shall be deposited in one or more bank accounts in the name of the INTERNATIONAL ORGANIZATION FOR MYCOPLASMOLOGY.

b) To sign checks for necessary and legitimate expenses of the ORGANIZATION, keep accurate and up-to-date accounting records, and to prepare a financial statement for presentation at regular IOM business meetings, and for distribution by mail to all members within two (2) months after the close of the fiscal accounting period of the ORGANIZATION.

c) To maintain liaison with the publisher of IOM conference proceedings or other official IOM documents to insure prompt fulfillment of orders for these materials.

d) To arrange suitable bonding for the Treasurer, the cost of which is to be borne by the ORGANIZATION.

e) To perform other duties as may be resolved by the IOM membership.

SECTION 5. - BOARD OF DIRECTORS: The Board of Directors, consisting of the Chairman, Chairman-Elect, Immediate Past-Chairman, Secretary-General, Treasurer, and five (5) At-Large members of the ORGANIZATION shall function as the major policy board of the ORGANIZATION.

a) Policy matters, as recognized by the Chairman or Chairman-Elect, or through written requests to these officials from any member of the Organization, shall be submitted to the Board of Directors for a

decision. Policy decisions shall be decided by majority vote with each of the Board holding one (1) vote. In case of a tie vote among the ten members of the Board, the final decision on that particular matter shall be established by the current Chairman.

b) The Board of Directors shall act as the Nominating Committee for the selection of candidates for office, as defined in this Constitution (Article VI).

c) The Board of Directors shall make the final decision for the location and dates of international scientific conferences of the ORGANIZATION and shall establish appropriate registration fees to these conferences.

ARTICLE VI

NOMINATIONS AND ELECTIONS

SECTION 1. - The Board of Directors of the ORGANIZATION, with the Chairman as the presiding officer, will act as the Nominating Committee and this Committee shall nominate at least three (3) IOM members as candidates for each of the offices of Chairman-Elect, Secretary-General, and Treasurer. In addition, IOM members at large can place on the ballot the name of any active member they wish to nominate as a candidate for any of the above offices by obtaining the petition of ten (10) signatures of active members in support of the nominee.

SECTION 2. - The Secretary-General shall have printed ballots containing the names of the nine (9) or more persons nominated as described above to be candidates for the office of Chairman-Elect, Secretary-General, and Treasurer, respectively. The names of the three (3) or more persons nominated to be candidates for each office shall be printed on the ballots in alphabetical order. At least two (2) months prior to the opening of the forthcoming international conference of IOM, the Secretary-General shall air-mail one (1) election ballot, with ballot and mailing envelopes, to each member in good standing. After marking the election ballot it shall be mailed as instructed to reach the Secretary-General not later than thirty (30) days before the opening of the next international conference. The Secretary-General shall check voting eligibility, discard mailing envelopes and file the unopened ballot envelopes. The Secretary-General shall bring these to the site of the conference or else provide that they are delivered to the Chairman of IOM by the opening day of the conference.

SECTION 3. - At least twenty-four (24) hours before the official conference banquet the Chairman of IOM shall appoint a ballot-counting committee of four (4) individuals, including the Secretary-General or a person so delegated to act in that capacity in case the official Secretary-General is not in attendance.

SECTION 4. - Not more than twenty-four (24) hours before the official banquet the ballot-counting committee shall open and tabulate the ballots and inform only the current Chairman of the election results. In case of the absence of the Chairman of IOM, the current Chairman-Elect or the appointed presiding officer shall receive the election report results.

SECTION 5. - Upon the occasion of the official conference banquet the presiding Chairman shall announce the election results.

SECTION 6. - In case the office of Chairman of IOM becomes vacant for any reason, the current Chairman-Elect shall succeed automatically to the office of Chairman. An interim Chairman-Elect shall be selected by the regular election procedures if time permits. When this is not possible, irregular vacancies of elective offices shall be filled by methods deemed suitable by the Chairman of IOM, acting on the advice of the Board of Directors.

SECTION 7. - If, because of a vacancy, the Chairman-Elect succeeds to the office of Chairman twelve (12) months or more before the end of the normal 2-or 3-year term, that individual shall relinquish this office at the adjournment of the conference which follows. The interim Chairman-Elect will then become Chairman of IOM to serve through the next regular conference. Otherwise, both officers shall remain in their respective offices for another term.

SECTION 8. - Should the office of Secretary or of Treasurer become vacated twelve (12) months or less before the end of the normal 2- or 3-year term, the current Chairman of IOM may appoint a new officer to serve the unexpired term of office. In case the office of Secretary-General or Treasurer becomes vacant more than twelve (12) months before the end of the normal 2- or 3-year term, new elections should be organized to fill the office as soon as possible.

ARTICLE VII

FINANCES

SECTION 1. - The Board of Directors shall establish the amount of membership dues to be paid by active members, by student members, and by sustaining members, for each 2- or 3-year interval between international conferences. Membership dues of individuals joining the Organization in the middle of a membership period will not be pro-rated. Persons joining IOM at the time of an international conference shall pay back dues of at least one full membership period (2- or 3-year period), and thereafter shall pay the full membership dues for each new interval. Persons whose membership has been cancelled and who apply for renewal of membership shall pay the full fee regardless of the time of renewal.

SECTION 2. - Members who become delinquent in payment of dues shall be dropped from membership if dues are not paid within six (6) months after notice of delinquency has been sent to them by the Treasurer.

SECTION 3. - The amount of the conference registration fees for both participating members and accompanying persons, and for non-members shall be determined by the Board of Directors, after consultation with the local organising committee for the conference.

SECTION 4. - The fiscal accounting period for the ORGANIZATION shall begin on January 1 of the year following an IOM Conference and shall end December 31 of the second or third year after that initial time, depending upon scheduled IOM conferences.

SECTION 5. - Upon dissolution of the ORGANIZATION, the assets of the ORGANIZATION shall be distributed exclusively to charitable, scientific, literary or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the U.S. Internal Revenue Code and Treasury's Regulations applicable to such action as they now exist or as they may hereafter be amended.

ARTICLE VIII

CONFERENCES, OFFICIAL LANGUAGES AND PUBLICATIONS

SECTION 1. - Unless there are reasons to do otherwise, official conferences of IOM shall be held at two (2) or three (3) year intervals. The locations and dates of these conferences shall be decided by the Board of Directors after due consideration of the following: (1) invitations received from sponsoring countries or institutions, (2) geographic locations, (3) sites of prior conferences, (4) an adequate concentration of local IOM members to form an organizing committee, and (5) other contributing factors.

SECTION 2. - English shall be the official language for published proceedings and other publications of the ORGANIZATION. At conferences of IOM, papers may be read in other languages if instantaneous translations into English can be provided. The ORGANIZATION may grant permission to reprint its official publications in other languages and may, under special situations, sponsor original publications in languages other than English.

SECTION 3. - The proceedings of IOM conferences shall be published in bound volumes. If discount prices for the proceedings are available, members in good standing may purchase one (1) copy of each volume through the Secretary-General or Treasurer at the discount.

ARTICLE IX

LOCAL BRANCHES

SECTION 1. - Local Branches may be established by the Board of Directors in response to a request to that effect signed by ten (10) active members of IOM in good standing and residing within the territory to be benefited, and after a report upon said request by the Secretary-General. The territorial limits of each Local Branch shall be arranged with the Board of Directors of IOM prior to establishment of the Branch.

SECTION 2. - The Board of Directors shall exercise supervision of the Local Branches of IOM through the office of the Secretary-General of IOM.

SECTION 3. - Local Branches shall elect their own officers and committees, may assess dues, may collect and manage their own funds, and may make any rules for their government, provided that all their acts and rules shall be consistent with the Constitution and Bylaws of IOM.

SECTION 4. - Each Local Branch shall be required to transmit to the Secretary-General of IOM the names of all its officers and standing committees within three (3) weeks of their election (and of subsequent changes thereafter) every two (2) year interval after their establishment.

SECTION 5. - Any Local Branch failing to maintain for two (2) successive two-year intervals a minimum of ten (10) members in good standing in IOM shall automatically forfeit its title and rights as a Local Branch of the ORGANIZATION.

ARTICLE X

BYLAWS

SECTION 1. - Proposals for bylaws, if signed by ten (10) members of IOM may be submitted to the Chairman of IOM at any time. Normally, the Chairman shall present any such proposals to the members in attendance at a regularly convened business session of the ORGANIZATION. If two-thirds (2/3) of these members vote in favor of a proposed bylaw, it shall be adopted. Should the need for a bylaw be of such urgency as to require action before a regular business session can be convened, the Chairman of IOM is authorized to instruct the Secretary-General to proceed as necessary to present the proposed change(s) to the membership by mail for their acceptance or rejection.

ARTICLE XI

AMENDMENTS TO THE CONSTITUTION

SECTION 1. - Any proposed amendment to the Constitution not in conflict with the Articles of Incorporation of the ORGANIZATION, may be presented in writing by at least twenty-five (25) members. Any such proposed amendment shall be presented to the Board of Directors for a vote. If approved by a majority vote of the Board of Directors, such Amendment shall be printed and sent to all members of the ORGANIZATION in the next regular mailing for election of officers. The amendment shall be considered adopted if it receives approval of two-thirds (2/3) of the members voting. Should the Board of Directors consider the amendment to be of an urgent nature, the Secretary-General shall proceed to present the proposed change to the membership of the ORGANIZATION by a direct mail ballot.