

CONSTITUTION AND BYLAWS OF THE INTERNATIONAL ASSOCIATION OF SEXUAL PLANT REPRODUCTION RESEARCH

Article 1. NAME

The name of the organization is "International Association of Sexual Plant Reproduction Research" (IASPRR).

Article 2. PURPOSE

1. The purpose of the Association is to stimulate scientific research in the domain of Sexual Plant Reproduction and related subjects, and to promote the application of the results of such research in agricultural practice.
2. The Association tries to accomplish these objectives by:
 - a) promoting contacts among workers undertaking research in Sexual Plant Reproduction and related subjects;
 - b) initiating conferences, workshops, schools, courses and databases at which topics in Sexual Plant Reproduction and related subjects are introduced and discussed;
 - c) establishing contacts and cooperation with organizations in related and relevant fields of science aimed at similar general purposes;
 - d) maintaining a public website for the exchange of information about the Society and Sexual Plant Reproduction research.
3. The Association shall be organized and operated exclusively for scientific and educational purposes.

Article 3. DURATION

1. The Association is constituted for an indefinite period of time.
2. The financial year of the Association coincide with the calendar year.

Article 4. MEMBERSHIP

1. Membership shall be open to all persons and institutions engaged in the study or application of Sexual Plant Reproduction research and related subjects. Three categories of members shall be recognized:
 - a) individual members - individuals, actively engaged in Sexual Plant Reproduction research or its applications in agricultural practice;
 - b) corporate members - institutions, companies, and organizations involved in Sexual Plant Reproduction research or its application in agricultural practice. Such corporate bodies may only have one individual member representing it in the Association;
 - c) honorary members - distinguished workers in Sexual Plant Reproduction research who have retired from active posts. Their number shall not exceed five at any time.
 - d) supporting members - individuals, institutions, companies sponsoring the Association.
2. Membership shall be terminated by:
 - a) decease of a member, or, in case of a corporate member, when the corporation ceases to exist;
 - b) resignation by a member;
 - c) notice given by the Organization.

Article 5. BOARD

1. The Board consists of the President, the Vice-President, the immediate Past President, the Secretary-General and the Treasurer, which latter two offices may be held by the same person, and such further Ordinary Members as elected by the General Assembly.

2. The composition of the Board shall preferably reflect the different disciplines and countries represented within the Association.
3. The President, Secretary-General, Treasurer and Vice-President shall be the Officers of the Association.
4. The Board is elected for four years (for details see Bylaws C).
5. The Board shall conduct the business of the Association between meetings of the General Assembly in accordance with the Constitution and Bylaws and the recommendations of the General Assembly. The Board has the power to suspend a Bylaw temporarily subject to the approval of the General Assembly.
6. The Secretary-General should preferably once between International Conferences call a meeting of the Officers of the Association in case difficulties should arise in holding such a meeting he may resort to correspondence.

Article 6. GENERAL ASSEMBLY

1. The affairs of the Association shall be administered by the General Assembly and, on behalf of the General Assembly, by the Board. The General Assembly is the highest authority of the Association.
2. Transactions of the General Assembly shall include:
 - a) reports from Officers and the Board including the presentation of audited accounts;
 - b) reports from Chairmen of committees and working groups and from persons to whom special tasks have been entrusted by the Board or General Assembly;
 - c) presentation of and voting on amendments if any, to the Constitution and the Bylaws;
 - d) election of Officers and Board; election of Honorary Members;
 - e) deciding the membership fee for the next two year period;
 - f) any other relevant business.
3. All members have the right to attend the General Assembly, to participate in debates and to present proposals for nominations of Board members. In voting each member has one vote and may appoint any other person present at the General Assembly to act as his or her proxy. Authority to act as a proxy must be given in writing to the Board.
4. Decisions of the General Assembly shall be by simple majority of votes, except for those on amendments to the Constitution and on the dissolution of the Association, which shall be transacted as determined by articles 8 and 9. If requested by at least one-third of the members present, or by the Board, voting shall be by secret ballot.
5. The President and Secretary of the General Assembly shall be the President and Secretary-General of the Board.

Article 7. FINANCE

1. The finances of the Association shall be acquired by:
 - a) membership fees;
 - b) profit from properties and transactions;
 - c) grants, donations, legacies, and funds received from organizations or individuals.
2. Members shall pay an annual fee determined by the Board and laid down in the Bylaws. The fees are payable on 1 January each year. Resignation by a member does not exempt from the obligation to pay his or her fees for the year in which he or she resigned.
3. The funds of the Association shall be held in custody by the Treasurer who shall forward audited accounts to the Board annually. Normally the account shall be established in the country in which the Treasurer resides. However, an exception to this rule shall be made when it involves an uneconomic operation such as the transfer of funds to zones of not-easily-convertible currencies.

Article 8. AMENDMENT OF CONSTITUTION

1. The Constitution may be amended only at a General Assembly. Amendments may be proposed by the Board or by at least ten members acting in concert. Proposals for amendments must be received at least four months before a General Assembly by the Secretary-General, who shall send them to the membership not later than two months before the General Assembly. The amendments shall take effect immediately on ratification by a two-thirds majority of the votes cast.
2. If a General Assembly cannot be held within the normal period (see Bylaws E) the matter should be put to the membership by e-mail, and a web-based ballot taken via the website of the Association. A two-thirds majority of all votes received within one calendar month from the date of e-mail posting is required.

Article 9. DISSOLUTION

1. The Association shall be dissolved only by a postal ballot among the entire membership and by a two-thirds majority of the votes cast.
2. Upon dissolution the Board shall distribute the assets and accrued income of the Association to one or more non-profit organizations with objects akin to its own.

Article 10. DOMICILE

The legal domicile of the Association shall be the place where the Secretary-General conducts the organization's business unless otherwise designated by the Board or General Assembly.

Article 11. REPRESENTATION

The official representative of the Association shall be the President or a person appointed by the President, with approval of the Board. All contracts involving the Association shall be signed by the President and one other Officer.

Article 12. BYLAWS

A. Members

1. A candidate for individual member or corporate member of the Association shall send a completed membership application form to the Secretary-General.
2. The Secretary-General shall be empowered to decide whether an application for membership is eligible under Article 4 of the Constitution and shall admit to membership any applicant who is in his or her opinion eligible. Should there be any doubt, the Officers should decide.
3. Membership may be terminated by decease or by resignation and any member whose annual fees are more than two years in arrears shall be deemed to have resigned, unless otherwise decided by the Board.

B. Officers and Board

1. The President shall preside at meetings of the Association and its Board and shall rule on questions of procedure that may arise; *ad hoc* committees may be appointed at the President's discretion.
2. The Vice-President shall fulfil the duties of the President at any meeting from which the latter is absent and he or she shall succeed the President if that office shall become vacant between two meetings of the General Assembly.
3. In the event of a vacancy occurring through the death or resignation of a Board member, or elevation to the post of President, between two successive General Assemblies, the President, acting on the advice of the Board, shall have power to fill such a vacancy for the unexpired part of the term of office.
4. The Secretary-General shall maintain the records of the Association and its Board, he shall call meetings of the Association and Board as provided for in the Bylaws and be responsible for all secretarial duties required by the activities of the Association.
5. The Treasurer shall collect and disburse the assets of the Association and shall be responsible for the Association's accounts.

C. Terms of office

1. The President and Vice-President shall each serve from one General Assembly to the next. The President shall not be eligible for election to any position on the Board until three years have lapsed from the termination of his or her services as immediate Past President. The Vice-President shall not be eligible for immediate re-election to the same office, but can be an Ordinary Member or President.
2. The Secretary-General and the Treasurer shall each serve from one General Assembly to the next and may be re-elected, but after they have served three consecutive terms of office they shall only be eligible for re-election by special resolution of the General Assembly.
3. Ordinary Members of the Board shall serve from one General Assembly to the next and shall be eligible for re-election for one further consecutive term of office but after two consecutive terms of office they shall not be eligible for immediate re-election as Ordinary Members, but can be elected an Officer.
4. Having served consecutively as Vice-President for one term and as an Ordinary Member of the Board for two terms, or vice versa, a person is not eligible for either office until three years have elapsed.
5. Each term of office all commence with the close of the session of the General Assembly at which the election takes place.

D. Nominations and election

1. The Board of the Association serves as a nomination committee and shall, six months before a General Assembly and at least three years after being in office, present to the Members through the Secretary-General a list of nominations for each office or position on the Board to be filled.
2. The members of the Association may also not less than four months before a General Assembly nominate in writing to the Secretary-General any eligible member of the Association for each office or position to be filled on the Board. These nominees shall be added to the list drawn up by the nominations committee.
3. The list of nominees shall be presented to the entire membership in the form of a web-based ballot at least two months before the General Assembly. Election shall be by simple majority of the votes received. In the event of a tie, the election shall be decided by drawing of lots by the President at the General Assembly.

E. Meetings

1. The Association shall normally hold an International Conference every two years. The Board shall appoint an organizing committee to be responsible for all arrangements in connection with the Conference inclusive of the editing and publishing of the Proceedings. The Officers of the Association shall be advisory members of the organizing committee.
2. The International Conference shall have an account separate from those of the Association. The organizing committee shall present to the Board the accounts of the International Conference, which must be audited by the Treasurer. The accounts must be presented not later than one year after the meeting. The responsibility for any deficits and their settlement lies with the organizing committee.
3. During each two-yearly Conference of the Association a General Assembly shall be held, at which the business affairs of the Association shall be transacted.
4. An Extraordinary General Assembly to transact business of the Association may be called at any time by the Board, and one shall be called if the President receives a requisition for such an Assembly from a total of at least fifty members resident in at least seven separate countries.
5. At a General Assembly or an Extraordinary General Assembly no matter can be decided upon that has not been specifically mentioned in the agenda of the meeting.
6. The members shall be informed of the time and the place of a General Assembly or an Extraordinary General Assembly not later than two months before it is to be held.

7. At all meetings of the Association each member present shall one vote, and the President shall have a casting vote. Except for decisions described in Articles 8 and 9 of the Constitution, all decisions are made by simple majority of the votes cast.
8. Twenty percent of the membership of the Association shall constitute a quorum for the transaction of business.

F. Finance

1. The expenses that can be declared by the Treasurer include office expenses, publishing expenses and, with the approval of the Board, special expenses relating to the operations and activities of the Association.
2. The accounts of the Association shall be balanced as at 31 December each year, and audited accounts shall be forwarded to the Board before 1 May in the following year.
3. The membership fees for individual and corporate members shall be decided by the Board and have to be approved by the General Assembly. They shall be due on 1 January.

G. General Assemblies

1. The Board shall hold a meeting immediately before each General Assembly. Additional meetings may be called by the President or by a majority of the Board.
2. A majority of the Board shall constitute a quorum.
3. The Board may at any time call technical meetings in addition to the General Assemblies.
4. The business at each Board meeting shall include:
 - a) reports and proposals by the President, Secretary-General and Treasurer;
 - b) reports and proposals by the Chairman of Committees and Working Groups;
 - c) setting amounts of membership fees for the next period;
 - d) examination of applications for membership;
 - e) examination of proposals for Honorary Memberships.

H. Committees and relations with other organizations

1. Members of standing committees shall be appointed by the Board. Members of *ad hoc* committees and observers shall be appointed by the President.
2. The Organization may cooperate with organizations in other fields of science aimed at similar general purposes. Such cooperation may take the form of joint committees and be by invitation, delegation of observers, etc.
3. Persons with special talents, interest, or experience appropriate to the agenda may be invited by the President to attend meetings of the Organization.
4. Membership of all committees shall be notified to the members of the Association.

I. Sexual Plant Reproduction Research

1. The Association shall scientifically support the international journal Sexual Plant Reproduction, related newsletters, and shall encourage its members to use these journals as the prime international medium of information in the domain of Sexual Plant Reproduction research and related fields.
2. Newsletters could be supported by the association.

J. Web-based ballots

For all matters to be decided by web-based ballot taken via the website of the Association, the Secretary-General shall send an e-mail to each member, and the ballot shall be closed not less than one calendar months from the date of e-mail posting.

K. Amendment of bylaws

1. The Bylaws may be amended at a General Assembly or Extraordinary General Assembly of the Association by simple majority of the votes cast.

2. Amendments to the Bylaws may be proposed by the Board, or by petition to the President by ten or more members of the Association.