



BYLAWS OF THE INTERNATIONAL SOCIETY FOR ENVIRONMENTAL EPIDEMIOLOGY

ARTICLE I - NAME AND OFFICES

Section 1 - Name

The name of this society shall be: INTERNATIONAL SOCIETY FOR ENVIRONMENTAL EPIDEMIOLOGY

Section 2 - Offices

The principal office of the Society and the mailing address shall be located in the city of residence of the Secretariat. The Society may also have offices at such other places as the Officers and Executive Council may from time to time establish as the purposes of the Society may require.

ARTICLE II - OBJECTIVE

The objective of the Society shall be to foster and strengthen epidemiological studies on the effects of environmental exposures to human populations, stimulate communication among Epidemiologists, Toxicologists, Exposure Analysts and others in related fields, recommend approaches to substantive or methodological problems, and strengthen the impact of environmental epidemiology on environmental health policy.

ARTICLE III - MEMBERSHIP

Section 1 - Membership

Any person with an interest and experience in Environmental Epidemiologic research shall be eligible for membership. Any person may apply by submitting an application to the Secretary-Treasurer of the Society together with one year's annual dues. Membership shall become active during the closest of one of two periods: January-December or July-June with payment of the first year's dues.

The society encourages membership not only from epidemiology but also from such disciplines as exposure assessment and science, toxicology, biochemistry, and biostatistics among others.

Section 2 - Termination of membership - Membership shall cease:

- (a) By resignation; or
- (b) By default in the payment of annual dues unless the Executive Council votes otherwise; or
- (c) Upon proposal by the Executive Council, and by a majority affirmative of the members present at the general business meeting, because of conduct detrimental

to the Society.

Section 3 - Dues

Each member shall pay to the Society annual dues of such amount as may from time to time be prescribed by the Executive Council, approved by the members. The Executive Council may set different dues for students and others.

Section 4 - Rights of Members

The rights of a full member to vote and all right, title and interest, both legal and equitable, of a member in and to the property of the Society shall cease on termination of membership. All members are also eligible to join a territorial chapter.

ARTICLE IV - MEETINGS OF MEMBERS

Section 1 - General Scientific Meetings

International Scientific Meetings shall normally be held not less frequently than every two years. Other Scientific Meetings may be held at the discretion of the Executive Council.

Section 2 - General Business Meeting

There shall be a General meeting of the Society to include both a meeting of the Executive Council (see Articles for definitions) and a meeting of the members. This will be held on the occasion of each General Scientific Meeting. The General meeting shall be held at the time and place approved by the Executive Council.

Section 3 - Special Meetings

Special meetings of the Society may be called (a) at any time by the President or (b) by the Secretary-Treasurer at the request of a majority of the Executive Council or (c) on receipt of the written request of not less than one fourth of the members.

Section 4 - Territorial Meetings

Due to the international scope of the membership, Territorial chapters can be established by a subgroup of the membership. These have the power to conduct Territorial meetings of the Society.

Section 5 - Quorum

At any General meeting of the Society 15% of the membership shall be a quorum for voting purposes except as otherwise provided by law. Whether or not quorum is present, a meeting may be adjourned by vote of a majority of the members present without further notice.

Section 5.1

Similar rules govern the Territorial chapters of the Society.

Section 6 - Voting

For every election or other proposition to be voted upon by the Society each member in good standing (dues paid) shall be entitled to one vote. Mail ballots will be used for the election of officers and for other matters deemed appropriate by the executive Council (see Article V).

Section 7 - Business of the General Meeting

The Officers shall inform or comment to the general membership about the following

topics at the annual meeting or through mail ballot:

- (a) To announce the results of the election of officers and members of the Executive Council.
- (b) To determine the place and time of the General meeting at least two years hence; which will be based upon detailed written requests from individuals or organizations seeking to host the meeting;
- (c) To change the annual dues, if proposed by the Executive Council;
- (d) To consider the annual financial statement and the balance sheet presented by the Officers and to arrange for such action to be taken thereon as may seem appropriate;
- (e) To consider reports of the Executive Council and other committees and motions relating to the adoption of such reports in whole or in part and to arrange for such action to be taken thereon as may seem appropriate; if a 15% quorum is not present, a mail ballot may be conducted;
- (f) To instruct the Officers and Executive Council concerning investigations to be taken in the pursuit of the objective of the Society;
- (g) To consider such resolutions as can be properly considered by the Society which relate to the objectives of the Society.

The minutes of the Business meeting will be distributed to all members by mail.

ARTICLE V - ELECTED OFFICERS

Section 1 - Number

The officers of the Society shall be a President, a President-Elect, a Secretary-Treasurer, and a Past President. The Executive Council shall be composed of the Officers and six Councilors.

Section 2 - Election and Qualifications

The Officers and Councilors of the Society shall be members of the Society, elected individually by majority vote of the members voting by mail ballot unless the Executive Council decides otherwise, in which case the Officer shall be elected by majority of those present at the annual meeting.

- (a) The President shall serve for two years and then one additional year as Past President, and shall not serve two consecutive terms.
- (b) The President-Elect shall serve on the Executive Council for one year prior to becoming President. The President-Elect shall automatically assume the office of the President at the end of a regular term of office of the President or at any time the office of President becomes vacant. In the latter instance s/he may succeed

- him/herself as President the following year.
- (c) The Secretary-Treasurer shall be elected on alternate election years of the President and shall serve for a period of two years, and is eligible to succeed him/herself.
 - (d) Six Councilors shall serve for staggered terms of three years and shall not be eligible for re-election for two years after retiring from that office.

Section 3 - Duties

The officers of the Society shall perform the duties usually performed by such officers, together with such duties as shall be prescribed by the Bylaws or operating procedures of the Society (see Article VI).

Section 4 - Vacancies

If an office (other than President or Past President) becomes vacant it shall be filled by the members of the Society by mail ballot or by majority of those present at the next General Meeting. During the interval between a mail ballot or General Meeting of the Society, the Executive Council shall elect a member to fill such a vacancy. They may fill one of the vacant offices of the Society with one of their own members.

ARTICLE VI - ADMINISTRATION OF THE SOCIETY

Section 1 - Control and Administration of the Society

The control and administration of the Society affairs shall be vested in an Executive Council consisting of the elected Officers and Councilors.

The President of the Society shall be the Chair of the Executive Council. The Executive Council shall determine the nature and conduct of meetings, advise on policies of the Society, be custodian of the funds of the Society, and shall conduct other business of the Society. The Officers will have the authority to establish other committees at the directive of the Executive Council and as deemed necessary.

Section 2 - Meetings

The Executive Council may meet in person or via conference call, the time and place set by the President. Meetings of the Executive Council shall also be called by the Secretary-Treasurer upon the written request of four members of the Council. Notice of special meetings must be made to all members of the Executive Council thirty (30) days prior to the date of the meeting. Committee chairs, territorial chapter presidents and meeting organizers may be invited to attend regular Executive Council meetings as *ad hoc* members.

Section 3 - Quorum

At all meetings of the Executive Council a majority of the Members thereof shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the members present at any meeting at which there is a quorum shall be the act of the Executive Council except as may be otherwise specifically provided by law.

Section 4 - Contracts and Services

The Executive Council of the Society may be interested directly or indirectly in any contract relating to the operations conducted by the Society or in any contract for furnishing

supplies thereto, and no transaction entered into by the Society shall be affected by the fact that the Executive Council members were personally interested in it and every Executive Council member is hereby relieved from any disability resulting from holding such office that might otherwise prevent his or her contracting with the Society for the benefit of him or herself or of any firm, association or corporation in which he or she has any interest, provided that such information is revealed to the Executive Council.

Section 5 - Compensation

Executive Council members, as such, shall not receive any stated salary for their services, but by resolution of the Executive Council expenses, if any, may be allowed for participation at each regular or special meeting of the Executive Council; provided that the Executive Council shall have power at its discretion to contract for and to pay to Executive Council members rendering unusual or exceptional services to the Society special compensation appropriate to the value of such services.

Section 6 - Contracts

The Officers with approval of the Executive Council, except as in these Bylaws otherwise provided, may authorize any Officers, agent or agents, to enter into any contract to execute and deliver any instrument in the name of and on behalf of the Society, and such authority may be general or confined to specific instances; and unless so authorized by the Executive Council, no Officer, agent, or employee shall have power or authority to bind the Society by a contract or engagement or to pledge its credit or render it liable pecuniarily for any purpose or to any amount.

ARTICLE VII - TERRITORIAL CHAPTERS

A Territorial chapter shall be considered for charter by the Society at the request of at least 15 members of the Society within a specified geographical region. Their purpose is to promote the goals and purposes of the Society with specific attention focused on local issues. A chapter shall be chartered after the submission for approval of a set of bylaws by the officers of the proposed chapter to the Executive Council. Initial approval shall be granted for a period of three years, and final approval granted after a review and acceptance of a progress report by the Executive Council. If a Chapter ceases to function, it can be terminated or placed in an inactive category by the Executive Council.

ARTICLE VIII - COMMITTEES

Section 1 - Nomination Committee

At each General Meeting the Officers shall appoint a Nominations Committee of at least three (3) members of the Society, who shall serve until the next General Meeting. Should the appointees not be able to serve, they may be replaced.

The Nominations Committee shall make nominations for officers and the Executive Council giving strong consideration as to geographical and Professional discipline balance. Nominations will be solicited from the general membership.

Section 2 - Other Committees

Other committees, including a membership committee, of the Society may be constituted

for the promotion of the objectives of the Society. Their membership, jurisdiction, and tenure shall be determined by the Executive Council.

ARTICLE IX - ADOPTION AND AMENDMENT OF BYLAWS

Bylaws may be adopted, amended, or rescinded by mail ballot or by the affirmative vote of a majority of the members voting at a General Meeting. An amendment may be proposed by any member and seconded by at least five members of the Society. It must be submitted to the Secretary-Treasurer no less than 60 days prior to the annual meeting for consideration by the Executive Council and will then be included in the annual mail ballot. An Amendment petitioned by not less than 1/3 of the membership can be placed directly on the ballot.

ARTICLE X - ANNUAL AND FINANCIAL REPORTS

The Officers shall annually submit to the Executive Council and then to the Society for adoption and approval a report on the general state and proceedings of the Society for the past year, a balance sheet and financial statement for the past year properly reviewed, and an estimate of the probable income and expenditures of the Society for the ensuing year.

ARTICLE XI - FISCAL YEAR

The fiscal year of the Society shall begin on the first day of July in each year and shall end on the thirtieth day of June following.

ARTICLE XII - RESOLUTIONS

Resolutions may be presented to the Membership at the General Meeting by the Executive Council, or by petition of any member of the Society according to the following procedures: (1) By submitting a written draft of the resolution, with the signatures of five other members, to the Secretary-Treasurer at least 45 days before a General meeting or other defined date by the Officers. Such a resolution must be approved by the Officers and then by a simple majority of voting members; or (2) By submitting a written draft of the resolution to the Secretary-Treasurer at or before the general business meeting. This draft shall include the sponsors of the resolution and specify its mode of implementation. Such a resolution must be approved by a majority of members voting.

ARTICLE XIII - PRIZES

Section 1- Number

The Society may award a prize or prizes at the General Meetings. These may take the form of prizes for excellent work as a student or scholarship applicant, recognition of accomplishment in the field, or for service to ISEE.

Section 2 - Requirements

- (a) Prizes for work as a student and/or that offer some funding for attendance at the General scientific meeting will be the responsibility of the meeting organizers. The organizers shall formally solicit the prizes in the meeting announcements and

- establish a committee to review applications. The decisions of the committee should be reported to the Executive Council.
- (b) Prizes for recognition of outstanding work in the field of environmental epidemiology may be made by the Executive Council upon recommendation of an Awards Committee appointed to oversee the process.
 - (c) Prizes for recognition of service to the Society may be awarded upon recommendation of an ISEE member and approval of the Executive Council.

Section 3 - Awarding of Prizes

Awarding of prizes in category (a) is encouraged at all scientific meetings and should be included in meeting budgets. Awarding of other prizes is contingent upon appropriate nominations and recommendations and need not be made annually. Such prizes may or may not include a monetary award or memento as determined by the Executive Council.

ARTICLE XIV - JOURNAL

The official journal of the Society shall be decided by the Executive Council on recommendation of the general membership. The Society shall enter into a contract with the journal, on approval by the Executive Council, to be signed by at least the President. The Officers shall report to the members, from time to time, on relationships with the journal.

**APPENDIX I
RESOLUTION ON THE PURPOSES
OF THE
INTERNATIONAL SOCIETY FOR ENVIRONMENTAL EPIDEMIOLOGY**

Whereas environmental policy-making has been hampered by the scarcity or poor comprehension of good epidemiological studies of effects of environmental exposures on human populations, and

Whereas environmental epidemiology requires the cooperation of epidemiologists, statisticians, toxicologist, and those professionally qualified to estimate environmental exposure, and

Whereas no existing scientific professional organization is dedicated to stimulating the international communication among these groups and thereby to promote the effectiveness of environmental epidemiology, and

Whereas no existing organization provides a forum to which governmental agencies, industrial associations, or public interest organizations can turn for the organization of multi-disciplinary groups to make recommendations on substantive or methodological problem areas in environmental epidemiology, and

Whereas no existing organization is available to take the initiative in identifying areas or topics in which environmental epidemiology can make an impact on environmental policy,

Therefore we join in the establishment of the International Society for Environmental Epidemiology in order to meet these needs and to strengthen the scientific input to environmental protection.

**AMENDMENTS TO PROPOSED BYLAWS OF THE
INTERNATIONAL SOCIETY FOR ENVIRONMENTAL EPIDEMIOLOGY**

AMENDMENT 1:

Said corporation/organization is organized exclusively for charitable, religious, educational or scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

AMENDMENT 2:

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation/organization, contributions to which are deductible under Section 170(c)(2), of the Internal Revenue Code (or corresponding section of any future Federal tax code).

AMENDMENT 3:

Upon the dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal revenue code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.