

# EUROPEAN SOCIETY FOR MATHEMATICAL AND THEORETICAL BIOLOGY (ESTMB)

## Statutes

### A1. NAME AND SEAT

**A1.** Among the members of the present statutes, a society is established, subject to the law of 1 July 1901 and the decree of 16 August 1901, and bearing the title:

**Société Européenne de Biologie Mathématique et Théorique / European Society for Mathematical and Theoretical Biology (ESMTB).**

The registered seat of the society is located at: TIMC-IMAG Laboratory, Pavillon Taillefer, Faculté de Médecine de Grenoble, 38700 La Tronche cedex, France.

### A2. AIMS OF THE SOCIETY

**A2.1.** The ESMTB is a non-profit association. Its aim is to promote theoretical approaches and mathematical tools in biology, in a European context and beyond.

**A2.2.** To achieve its aim and to stimulate scientific research and education in the field of mathematics and theoretical biology, the Society will:

- organise conferences,
- organise courses and summer schools,
- facilitate the circulation of scientific articles,
- encourage scientific exchange,
- collaborate with other existing organisations in the same or related fields at national, European, and international level,
- utilise any other effective means.

### A3. THE MEMBERS

**A3.1.** The Society consists of full members (individuals and institutions; each member of an institutional group has a vote), honorary members, and student members.

**A3.2.** Membership shall be terminated by written resignation of the member and may be terminated by decision of the Board.

**A3.3.** The Board shall keep an up-to-date register of the names and addresses of its members.

**A3.4.** Reciprocal discounted membership will be considered after approval by the Board of similar national organisations.

Date  
Ellen Baake  
President

Date  
Sílvia Cuadrado  
Secretary

#### A4. THE BOARD

**A4.1** Only full members may be members of the Board. The Board consists of ten persons, elected by secret ballot by the majority of full members and honorary members (one member = one vote). The election may be done electronically. Each member of the Board is elected for a term of six years. Every three years, half of the Board is replaced in order to ensure an overlap of mandates. Members of the Board may not be elected for more than two consecutive terms and the Presidency may not be held by the same person for more than six years. If a member resigns, the Board may decide to replace him or her by the next candidate on the list who obtained the most votes in the last election. Otherwise, the vacancy will be filled again at the next election.

**A4.2.** The Board shall appoint from its members a President, a Vice-President, a Secretary and a Treasurer. The offices of Secretary and Treasurer may be held by the same person. The President shall direct the activities of the Society. He or she shall be the official representative of the Society. If the President is temporarily unable to perform his or her duties, he or she shall be temporarily replaced by the Vice-President. The Secretary shall maintain the records of the Society in cooperation with the President and in accordance with decisions made by the Board. The Treasurer shall be responsible to the Board for the funds of the Society and shall submit an annual written report to the Board on the status of the funds.

**A4.3.** The Board shall meet as often as necessary, but at least once a year. It shall be convened by the President or at the request of at least five of its members. The presence of the President and at least four other members of the Board is necessary to validate the decisions taken. Minutes shall be drawn up after each meeting and signed by the Secretary.

**A4.4.** Decisions are taken by simple majority. Decisions of a material nature may be taken orally, while decisions concerning individuals shall be taken by secret ballot. In the event of a tie, the final decision will be taken by the President in the case of material decisions and by drawing lots in the case of decisions concerning individuals.

**A4.5.** Expenses shall be determined by the President. The Society shall be represented before the courts, in official circles and in financial matters by its President or his/her appointed representative. The representative of the Society shall enjoy full possession of its legal rights.

**A4.6.** The Board is responsible for the accounting of its budget and must present a financial statement at the General Assemblies.

**A4.7.** The Board shall apply and interpret the Statutes.

#### A5. GENERAL ASSEMBLY

**A5.1.** The General Assembly shall consist of all members.

Date  
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President

Date  
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Secretary

The General Assembly shall meet at least once every three years. It shall be convened by the Board or at the request of at least one third of its members. The agenda shall be proposed by the Board. The announcement of the General Assembly and its agenda must be made at least one month before the date of the General Assembly. The President of the Society shall chair the meeting.

**A5.2.** The General Assembly approves the reports on the management of the Society, the financial situation, the state of the Society and other related matters.

**A5.3.** The General Assembly approves the financial statements since the last time it took place and deliberates on the items on the agenda.

**A5.4.** No proxies will be accepted for votes.

#### A6. ADVISORY BOARD

**A6.1.** For specific occasions (such as summer schools, congresses, the European Commission), the Board may appoint advisory boards. It is the duty of the advisory board to advise the Board at its request or at its own will. It may, for example, constitute the Scientific Committee on the occasion of the Society's periodic scientific congress.

**A6.2.** The members of the Advisory Board shall be appointed for a period not exceeding four years. At the end of this period, they may be reappointed for one term only.

**A6.3.** The Advisory Board is headed by a chairperson appointed by the Board.

#### A7. SCIENTIFIC COMMITTEES

**A7.1.** The Board is authorised to set up one or more scientific committees on specific subjects, which shall report directly to the Board, the members of the scientific committees shall be appointed and dismissed by the Board.

#### A8. RESSOURCES OF THE SOCIETY

**A8.1.** They include

- membership fees paid by the members,
- subsidies,
- donations,
- other.

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**A8.2.** The Board sets the annual membership fees.

**A8.3.** The account of the Society must be kept and recorded in such a way that it is possible at any time to draw up a balance sheet of its assets.

**A8.3.1.** The Treasurer shall report on the management of the Society and submit the balance sheet to the General Assembly for approval each time it takes place.

**A8.4.** The approval of the accounts by the General Assembly discharges the Board of the Society from any responsibility for its management during the period covered by the balance sheet.

#### A9. AMENDMENTS

**A9.1** The Board shall make such amendments as are necessary for the efficient management of the Society.

#### A10. MODIFICATION AND DISSOLUTION

**A10.1.** The statutes of the Society may be amended by a vote of its members, by a simple majority of the members exercising their vote. This vote can be done electronically.

**A10.2.** The dissolution of the Society may be decided by vote, by the simple approval of at least two thirds of its members, and can be done electronically.

The General Assembly must then appoint one or more committees to deal with the property of the Society in accordance with the law and in accordance with the objectives of the Society.

**A11.** The modified statutes of the Society shall apply from the day after the vote.

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President

Date  
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Secretary