



BY-LAWS OF THE NEW ENGLAND BIOLOGICAL SAFETY ASSOCIATION (NEBSA)

I. NAME & TERRITORY

Section 1: The name of this organization shall be the New England Biological Safety Association (NEBSA).

Section 2: The territory of the Local Section shall consist of the States of Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island and Vermont.

II. OBJECTIVE

The New England Biological Safety Association objective is to bring together persons interested in biological safety, occupational and environmental health, public health and safety for learning, networking and to promote the study of biological safety affecting employees, the public and environment.

III. MEMBERSHIP

A professional or student with an interest in biological safety, environmental health and safety, occupational health and safety may become a NEBSA member by submitting an online membership request on the NEBSA website.

All members are eligible to vote in Board elections

IV. DUES

Section 1: There are no dues. The Association will function on a pay as you go basis. Thus expenditures related to meetings, symposiums or other events approved by the Board will be covered by a fee derived from an estimate of the expected attendance. Should the total fees exceed the costs the excess will be placed in a bank account under the control of the treasurer.

V. NEBSA BOARD

Section 1: The activities of the New England Biological Safety Association, ("Association") shall be managed by the NEBSA Board, which shall consist of 10 members: President; Secretary; Treasurer, Membership Coordinator, Website Coordinator; and 5 Councilors. All Board members participate and vote during Board meetings.

Section 2: Volunteers other than Board members are also welcome to participate in the activities of the Board. Volunteers are not eligible to vote during Board meetings.

Section 3: The Board shall be the representative body of the Association and, as such, shall have, hold and control all funds and activities of the Association in accordance with the by-laws governing these matters. The Board has the responsibility to furnish appropriate guidance in all Association matters and will act in behalf of the full members. It is the responsibility of the Board to review the financial status of the Association annually to insure appropriate handling of all funds.

Section 4. The Board members shall be full members in good standing of the Association. Subject to any such determination, the Board members shall have the following duties and authority:

- (a) The President shall be the chief executive officer of the Association, shall have general charge and supervisions over and responsibility for the affairs of the Association, shall preside at all meetings of the Board as Chairperson; shall represent the general membership at professional functions; and mediates any disputes over procedural matters. The president may delegate from time to time to any other officer, any or all of such duties and authority.
- (b) President-Elect shall shadow the President to learn the role of the President. The President-Elect assists and supports the President. The President-Elect shall automatically become President at the end of their six month term as President-Elect, at which time the past President will finish their term.
- (c) The Treasurer shall have the custody of the funds of the Association and shall keep or cause to be kept regular books of account for the Association. The treasurer shall perform such other duties and possess such other powers as are incident to the office or as shall be assigned by the president or the Board.
- (d) The Secretary shall cause notices of all meetings to be served as prescribed in these by-laws and shall keep or cause to be kept the minutes of all meetings of the Board. The secretary shall perform such duties and possess such powers as are incident to the office or as shall be assigned by the president or the Board.
- (e) Membership Coordinator shall maintain up-to-date NEBSA Directory of members.
- (f) Website Coordinator shall maintain the NEBSA website.
- (g) The Website Coordinator-Elect shall shadow the Website Coordinator to learn the role of the Website Coordinator. The Website Coordinator-Elect assists and supports the Website Coordinator. The Website Coordinator-Elect shall automatically become Website Coordinator at the end of the first year term as Website Coordinator, at which time the past Website Coordinator will finish their term.
- (h) The Social Media Coordinator shall manage all social media applications for NEBSA.

- (i) Councilors shall support the Board goals.

Section 5. In the event of a vacancy of a seat on the Board due to a resignation of a Board member or if a current Board member cannot finish the term of his/her office, the designated alternate shall be named to the Board. In the event of a vacancy of an elected officer, the Board may make an appointment to the vacated office until the position is filled by regular elected ballot or by special election.

Section 6. A request to remove a Board member may be initiated by any member of the Association; the request must clearly describe the reason(s) for the removal, and must be signed by three full members of the Association. The completed request must be presented to the president, unless the president is the subject of the request, at which point, the request must be presented to the past-president. The president (or past-president) will submit the request to a ballot to the Association within thirty days of receipt. Two-thirds of the Association will have to vote in favor of the request for the removal to occur.

Section 7. The Board shall meet at least once per quarter, to plan the Biological Safety Symposiums and discuss and plan NEBSA business. In addition, the Treasurer and Secretary will provide financial and status reports. The President shall preside. Board meetings will be open to the membership announced to members in advance on the NEBSA website.

Section 8. Special meetings of the members or the Board for any purpose or purposes may be called at any time by the president or by any of the Board members. Sufficient warning should be given so that the entire board can attend the meeting

Section 9. The members of the Board or any committee of the Board may act without a meeting if, prior or subsequent to such action, each Board member shall consent in writing to such action. Such written consent or consents shall be filed with the minutes of the meeting.

Section 10. The Board or a committee of the Board may participate in a meeting of the Board or such committee, by means of a telephone conference call, video conference call or any other means by which all persons participating in the meeting are able to hear each other.

Section 11. The Board, by resolution approved by a majority of the Board, may appoint from the membership committees that shall have and may exercise the authority of the Board, except that no such committee shall:

- a) make, alter or repeal any by-law of the Association;
- b) elect or appoint any Board member, or remove any Board member;
- c) submit to members any action that requires the approval of members; or
- d) amend or repeal any resolution previously adopted by the Board;

The Board, by resolution adopted by a majority of the entire Board, may:

- a) fill any vacancy in such committee;
- b) appoint one or more persons to serve as alternate members of any such committee, to act in the absence or disability of members of any such committee with all the powers of such absent or disabled members of a committee;
- c) or disabled members of a committee;
- d) abolish any such committee at its pleasure; or
- e) remove any members of such committee at any time, with or without cause.

Each committee shall appoint from among its members a chairperson unless the resolution of the

Board establishing such committee designates the chairperson, in which case, in the event of a vacancy in the chairpersonship, the Board shall fill the vacancy.

Actions taken at a meeting of any such committee shall be kept in a record of its proceedings that shall be reported to the Board at its next meeting following such committee meeting.

Section 12. Neither members nor Board members shall receive any fee or salary of any kind for their services in such capacities, provided; however, that Board members may be reimbursed for reasonable expenses incurred with approval of the Board upon presentation of vouchers.

VI. BIOSAFETY SYMPOSIUMS

Section 1: At least one annual meeting shall be held for the purpose of presenting a scientific program in biosafety and related fields. The Biosafety Symposiums may take the form of a meeting either preceded or followed by a keynote speaker with a presentation of a timely, relevant biosafety topic.

VII. ELECTIONS

Section 1: New candidates for Board positions must be nominated by at least two (2) members of the Association and shall be elected by electronic vote of the membership (with a plurality of those voting) for a term of three years with one elected renewal option for a maximum of 6 years of service.

Section 2: Nominations will be requested every three years and three months prior to the end of the fiscal year for vacant Board positions.

VIII. FISCAL YEAR

The fiscal year of the Association shall be January 1 - December 31.

IX. CONFLICT OF INTEREST

Section 1: The Board will make no financial arrangements with entities in which a member of the Board has a financial stake, broadly defined. The Board shall not perform an official act which may have a direct economic benefit on a business or other undertaking in which a member has a direct and substantial financial interest.

Whenever a Board member has a financial or personal interest or gain in any matter coming before the board, the board shall ensure that:


1. The interest of the Board member is fully disclosed to the Board.
2. No interested Board member may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the board at which such matter is voted upon.
3. Any transaction in which a Board has a financial or personal interest shall be duly approved by members of the Board not so interested or connected as being in the best interests of the organization.
4. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

X. AMENDMENTS TO BYLAWS

Section 1: These by-laws may be altered, amended or repealed by the members or the Board. The members may prescribe in a by-law that any by-law made by them shall not be altered or repealed by the Board. Written notice of any such by-law change to be voted upon by the Board shall be given not less than 10 days prior to the meeting at which such change shall be proposed.

Section 2: All proposed revisions to the Bylaws will be put before the board. A two-thirds affirmative vote shall be necessary for adoption of an amendment.

Approval Signatures:

<u>Despina Felis</u>	<u></u>	<u>1/9/2018</u>
President (print name)	President (signature)	Date
NEBSA	NEBSA	

Amended NEBSA BYLAWS are submitted to ABSA

Approved on January 9th, 2018