

CONSTITUTION OF THE “INTERNATIONAL SOCIETY OF CODE BIOLOGY”

ARTICLE 1 – Name

The “International Society of Code Biology”, hereinafter referred to as “the Society” or “ISCB”, has been constituted in Ferrara (Italy) before notary Chiara Maria Florio on 28 November 2012.

ARTICLE 2 – Aims and Scope

The main purpose of the Society is to promote the study of all codes of life, from the genetic code to the codes of culture, a research field that is referred to as “Code Biology”. An additional purpose of the Society is to propagate knowledge in this field to researchers in related fields and to the public in general.

In order to achieve these goals, the Society welcomes the membership and the collaboration of scholars from all relevant disciplines, including biology, philosophy, semiotics, cognitive science, information theory, linguistics, anthropology and ecology. The Society shall be able to engage in all activities that can foster its aims by all appropriate means, and in particular it shall be able:

- a) to organize studies, research projects, meetings and congresses at a national or international level, in private or in public institutions, on all subject matters concerning Code Biology;
- b) to spread information of its field by means of editorial activities and publications of scholarly articles and books;
- c) to create and maintain a website exclusively dedicated to Code Biology;

In order to reach its goals, the Society shall be able to ask for financial contributions from institutional organs at all levels, local, regional, national, and European, and shall be entitled to accept donations from private parties.

The Society is non political and does not pursue financial or commercial gains.

ARTICLE 3 – Membership

The Society welcomes all those who are interested in Code Biology and in its implications in all fields. The application for membership is sent by email, together with a short curriculum, to the president of the Society. Members are requested to pay a membership fee only when they attend a congress of the Society. The membership fee is part of the congress registration fee, the amount of which is decided by the organizing committee in each congress. Members are entitled to receive regular email communications about the events organized by the Society and to benefit from eventual discounts offered by publishers. The membership fee is not refundable.

ARTICLE 4 – Resignation and exclusion

Membership can be revoked as a result of (a) written resignation, or (b) exclusion for grave motives, such as misconducts that is incompatible with the aims of the Society. The exclusion is proposed by the Governing Board and is voted by the General Assembly. The previous membership fees of the deposed member are not reimbursed

ARTICLE 5 – Organs

The organs of the Society are:

- the General Assembly,
- the Executive Council,
- the Governing Board,
- the President,
- the Vice-President,
- the Treasurer,
- the Website Director.

ARTICLE 6 – General Assembly

The General Assembly, hereafter referred to as the Assembly, is the supreme authority of the Society. It elects all its organs and defines their competences. It also deliberates on any change in the Constitution and on the dissolution of the Society, according to Articles 13 and 14. The Assembly is ordinarily summoned during the congresses of the Society. The automatic inclusion of a Society membership fee in the congress registration fee (Article 3), confers on any congress participant the right to take part in the Assembly as a voting member.

In terms of quorum, or legal number, the Assembly is valid when at least half of the participants to the congress are present. The decisions of the Assembly are taken by majority vote either by show of hands or by secret ballot, depending on the issue in question and on the expressed will of the participants.

The Assembly is convened with a call to the members at least fifteen (15) days before its actual gathering. It is chaired by the president or, in his absence, by an acting president chosen by the members of the Governing Board.

The deliberations taken by the Assembly are reported in documents that are signed by the president and by the secretary of the Assembly, who is elected to this position by the president.

The Assembly can include interventions by people or groups of people that are connected in audio/video conference, provided that these interventions take place in conditions that do not lead to misunderstandings. The occurrence of such conditions is established jointly by the president and by the secretary of the Assembly who together decide on whether the audio/video connections should be interrupted.

ARTICLE 7 – The Executive Council

The executive council consists of four members: the president, the vice president, the treasurer and the website director. They stay in office three years and can be re-elected. At the end of a mandate, or when a position becomes vacant, any member or group of members can propose new candidates to the executive council.

The executive council is in charge of the ordinary administration of the Society. In case of necessity, the president can take decisions on behalf of the executive council and shall make a report to said council at the earliest possible occasion. The president is the legal representative of the Society before third parties and in a court of law.

ARTICLE 8 – The Governing Board

The governing board is formed by the four members of the executive council plus additional members whose number can vary between six and twelve. The 10 to 16 members of the governing board remain in office three years and can be re-elected. At the end of a mandate, or when a position becomes vacant, any member or group of members can propose new candidates to the governing board in a letter to the president.

The members of the governing board can set up different working groups and different research projects, all of which are discussed and approved by the board as a whole. Participation to the research projects of the Society is open to all its members. The governing board takes decisions about accepting external funds and about their distribution among the projects. When appropriate, the board deliberates on the publication of the research results.

The meetings of the governing board ordinarily take place during the congresses of the Society, but in case of necessity they can be convened on other occasions.

ARTICLE 9 – The Treasurer

The treasurer is elected by the Assembly for a three-year term and can be re-elected. His task is to collect, keep and disburse all funds on behalf of the Society and to make sure that they are used exclusively for institutional purposes. In case of grave irregularities the treasurer immediately alerts the president and the governing board.

ARTICLE 10 – Financial year

The financial year begins on January 1st and ends on December 31st. The treasurer shall compile the annual financial report of the Society and the president will submit it to the Assembly in the next congress of the Society.

ARTICLE 11 - Patrimony

The patrimony of the Society consists:

- in the initial fund provided by the convened parties in the sum of 100 (one hundred) euro;
- in the association fee that is initially set in the sum of 10 (ten) euro per member;
- in the income that may derive from scientific and cultural events;
- in voluntary contributions from members and sympathizers;
- in conventions, donations, and testamentary dispositions in favour of the Society;
- in contributions from public administrations, local authorities, credit agencies and institutions belonging to the European Union or to other international organizations;

ARTICLE 12 – Destination of the resources

All financial resources of the Society shall be destined to support its institutional purposes in accordance with the aims and scope of the Society. In no case, in no form and to no extent will the financial resources of the society be divided in full or in part among its members for non-institutional purposes.

ARTICLE 13 – Amendments to the Constitution

Changes in the constitution can be proposed by individual members or groups of members with a formal request to the president and are discussed at the next Assembly of the Society. They cannot affect the fundamental goals of the Society and must be approved by at least two-thirds of the voting members.

ARTICLE 14 – Dissolution of the Society

The dissolution of the society must be voted by an Assembly that is convened by the president when a formal request is made by at least two-thirds of the governing board. The proposal to dissolve the society will become effective if it is approved by at least two-thirds of the voting members. In the event of the society being dissolved, the Assembly will appoint one or two liquidators from among its members or from outside circles. The eventual financial surplus will be donated to institutions that operate in the field of Code Biology or in closely related fields.

Any matter that is not dealt with in the present constitution is subject to the current norms of law.