

SOUTH AFRICAN SOCIETY FOR BIOINFORMATICS CONSTITUTION

SOUTH AFRICAN SOCIETY FOR BIOINFORMATICS MISSION STATEMENT

The South African Society for Bioinformatics (SASBi) is a national association, conscious of its African and international context as it seeks to promote the discipline of bioinformatics in all its facets, locally, regionally and internationally. It is committed to excellence in the learning, teaching and research of the discipline and will strive to explore the applications of bioinformatics and computational biology in addressing the needs of the South African society.

In particular, it aims to

- stimulate and encourage the pursuit of high quality research at the frontiers of the discipline to promote best practices;
- promote bioinformatics and computational biology as a profession;
- identify, stimulate and nurture students with ability in bioinformatics and computational biology to realize their full potential, irrespective of their social, economic and cultural background;
- encourage and provide opportunities to members of all groups, especially those from under-represented communities, in the various facets of bioinformatics and computational biology;
- explore the contributions that bioinformatics and computational biology can make in addressing societal needs and promoting a strong economy that will contribute to an improved quality of life for all South Africans;
- promote an appreciation and public understanding of bioinformatics and computational biology
- establish links and promote cooperation between itself and related societies in Africa and throughout the world.
- Stimulate and encourage development of interdisciplinary curricula that stimulate bioinformatics skills development

1. Name of the Society

The name of the society shall be the South African Society for Bioinformatics (SASBi) (hereinafter called the Society).

2. Corporate Existence

The Society is a non-profit organization that acts in its own name, disposes of its assets, is accountable for its liabilities and is competent to act in its own name as plaintiff or defendant in any lawsuit. The members of the Society are not personally or jointly accountable for the obligations of the Society and acquire no assets of the Society during its existence or when it is dissolved. Provided that the following rules are followed:

2.1 the distribution of funds or payment of any monies in the name of the Society to any person otherwise than in the course of undertaking public benefit activities in accordance with the objectives of the Society and the mission statement of the Society as reflected in this Constitution;

2.2 the undertaking of any business undertaking or trading activity by the Society is prohibited; and

2.3 the payment of inappropriate remuneration to any person by the Society is prohibited. The Council of the Society must be able to justify any payment in terms of accepted practice within the profession in question.

3. Objectives of the Society

The objectives of the Society shall be

3.1 to promote the increase of knowledge in bioinformatics and computational biology, and the use thereof;

3.2 to promote instruction and the dissemination of knowledge at all levels in bioinformatics and computational biology;

3.3 in general, to promote the discipline of bioinformatics and computational biology, as described in the Mission Statement;

3.4 to promote best practices in the bioinformatics and computational biology community

3.5 to provide a national web portal as a communication medium among the bioinformatics community

4. Council of the Society

4.1 The Council of the Society shall be elected at the Annual General Meeting of the Society (AGM), and shall consist of a President, immediate past president (if applicable) and *eight* ordinary members.

4.2 Council may co-opt onto Council a maximum of two extra “non-voting” Council members to serve in portfolios such as may be determined by Council.

4.3 Council may determine such additional portfolios and make such additional appointments to these further portfolios as it may deem fit; provided that these additional portfolio holders shall be answerable to Council but, unless already a member of Council, do not by this appointment become members of Council.

4.4 The manner of election of Council shall be as follows.

4.4.1 The elections will be by secret ballot at the AGM. Two ballots will be conducted. The first ballot, for the position of President, will be decided by simple majority vote. The second ballot, for ordinary Council members, will comprise a list of all nominees, and members of the Society may vote for up to the number of vacancies on Council. The total numbers of votes for all the candidates will be added, and the candidates with the highest numbers of votes will be elected. In the case of a tie, the chair person will have a casting ballot.

4.4.2 Proxy votes shall be permitted in writing in the manner determined by Council.

4.4.3 Two non-Council members will be appointed by Council to count the votes for the nearly elected Council.

4.4.4 Nominations for Council and president shall be solicited at least 30 days before the AGM. Any member of the Society in good standing may stand for election to Council and president, propose or second a nominee.

4.4.5 Each nomination shall be submitted in writing by the proposer, the seconder and the nominee.

4.4.6 Election to Council shall be for a period of two years or closest to the AGM. Council members may serve a maximum of two consecutive terms, however, an ordinary member of Council in his/her first term is eligible for nomination as President.

4.4.7 The President will serve for only one term of two years.

4.4.8 After a period of absence from Council of at least one year, a member of the Society may be nominated for any position on Council.

4.5 All Council memberships shall expire after two years, and those of the newly-elected Council members shall commence, immediately after the voting outcome has been finalized. The immediate past President will automatically remain a member of Council for one further year.

4.6 Council shall choose two of its members to serve in the portfolios of General Secretary, and of Treasurer.

4.7 If a vacancy arises in the Council for whatever reason, the remaining members shall co-opt a member of the Society to act in his/her stead until the next AGM. The reconstituted Council may, if this is deemed expedient, re-assign existing portfolios.

4.8 Council meetings shall be held at least twice yearly, and shall be convened by the President after consultation with all available Council members.

4.9 The President shall chair meetings of the Council. In the absence of the President, a Council member designated by the President shall chair the meeting. If the President is unable to designate such a person, the remaining Council members shall designate a person from among their ranks. A quorum shall be constituted by four Council members.

5. Powers and duties of the Council

5.1 In terms of this Constitution, Council

5.1.1 may co-opt additional members to serve on Council.

5.1.2 may grant or terminate membership in accordance with the provisions of the Constitution.

5.1.3 may enter into such contracts and organize such activities as may be deemed necessary for carrying out the objects and business of the Society.

5.1.4 shall decide on all questions concerning cooperation with other organizations.

5.1.5 may recommend amendments to the constitution.

5.1.6 may frame domestic regulations for furthering the business and management of the affairs of the Society, and is responsible for communicating such regulations to members.

5.1.7 shall administer the Society's funds in general, and shall, more specifically, have authority on behalf of the Society, to collect and receive monies by way of bequests, donations, grants, subscriptions, collections or in any other manner, and to use such funds in accordance with the objectives of the Society.

5.1.8 is authorised to institute and defend actions and proceedings on behalf of the Society

5.1.9 may perform any lawful act necessary for the achievement or furtherance of the objectives of the Society.

5.10 Council may endorse activities/applications that is to the benefit of bioinformatics as a science at a national level.

5.2 Any act performed by Council in pursuance of any power conferred by this Constitution shall be signed by the President or his/her duly authorised alternate.

5.3 Council shall keep a minute book in which minutes of all its meetings shall be recorded. It shall further keep any other book/s which may be necessary to provide a true reflection of any financial transactions entered into by or on behalf of the Society.

5.4 Membership of Council of any member is automatically terminated if he/she is absent from three successive Council meetings without apology.

5.5 Any member of Council who is guilty of serious misconduct or who seriously abuses his/her position as a member, may be dismissed as a Council member by vote of at least three-quarters of the members present at a Special General Meeting specifically convened for the purpose of dealing with such matter; provided that the Council member concerned shall receive notice by registered post of the proposed action against him/her at least 14 calendar days before the Special General Meeting, and further that the aforementioned notice shall state in detail what the allegations against the member are, and that the member be afforded a fair and reasonable opportunity, whether personally or in writing, to respond to the allegations of misconduct or abuse.

5.6 Council shall have the power to suspend a Council member against whom proceedings such as those envisaged in clause 5.5 are pending with immediate effect, and may take all necessary steps to bar such member from having access to any bank account of the Society or from acting in the name of the Society in any way until the matter has been resolved.

6. Membership

There shall be four classes of membership:

6.1 Academic membership

6.2 Student membership

6.3 Company membership

6.4 Special membership

7. Qualifications for Membership

7.1 Full membership is open to any person who holds a tertiary qualification, usually a bachelor's degree, in a bioinformatics-related discipline. Council may grant, in special cases, membership to persons not meeting this qualification.

7.2 Student membership is open to any individual with a valid proof of student registration. Student membership includes postdoctoral fellows.

7.3 Company membership is open to any individual who is employed in a for-profit organization.

7.2 Special membership is open to any individual who does not meet the requirements specified in 7.1, 7.2 and 7.3. An application for special membership must be made annually. Criteria for the granting of special membership are determined from time to time by Council, and may include (but are not limited to) being an individual retired from full-time employment.

8. Admission to Membership

8.1 Applications for membership shall be submitted on a form obtainable from Council. Applicants shall be sponsored by one member and shall declare that they support the objects of the Society. Applications will be considered by the Council who will decide whether the application is acceptable, and if so, for which class of membership.

8.2 Membership term starts the day of payment and is valid for 12 months.

8.3 The personal details of members will remain private and not shared with any outsiders. Leaking of membership details to any organisation will result in expulsion from the society.

9. Privileges and duties of members

9.1 All members may vote in person at General Meetings or by duly authorised proxy. Any member may serve on the Council. The Council will determine the privileges (other than those determined above) of the various classes of membership.

9.2 Membership fees are payable by all members. Such fees, as well as for payment thereof for the coming year, will be fixed at the AGM, and must be paid in full by a date determined by Council, after which time the member concerned will be deemed to be in arrears.

10. Suspension and termination of membership

10.1 Council may, in its discretion, suspend membership privileges or terminate the

membership of members whose membership fees are in arrears by three calendar months: provided that at least 60 calendar days have elapsed since notice in writing that the fees are in arrears has been given to the member concerned. Members whose membership has been suspended or terminated in terms of this clause may be reinstated by Council on application, provided the outstanding fees are paid up in full.

10.2 If any member acts in a manner which, in the opinion of Council, constitutes misconduct which has brought or is likely to bring the Society into disrepute, Council may recommend the termination of such membership. Council's recommendation shall be referred to all voting members, to be voted on by postal ballot. The termination of membership takes effect if supported by at least three-quarters of those members who vote.

11. Meetings of the Society

11.1 An Annual General Meeting (AGM) shall be convened every year, not more than 18 calendar months after the AGM of the previous year. The Society shall endeavour to hold an annual congress at different centres in the Republic of South Africa.

11.2 A Special General Meeting shall be held to deal with urgent business if Council deems this necessary or if a request for such a meeting is received by the General Secretary in writing and signed by at least fifteen per cent of members in good standing.

11.3 Notice of any General Meeting shall be given to all members in writing at least 30 calendar days before the date of the meeting, including notice of the agenda. Such notice may be given by ordinary post or via electronic mail, provided that members to whom notice is sent by electronic mail, shall have consented to receiving their notices in this manner.

11.4 Forty per cent of all members in good standing shall constitute a quorum at any Special General Meeting: Provided that the number of postal votes and proxies will be added to the number of members present at the meeting to determine whether the quorum has been met. If no quorum is present 30 minutes after the time at which the meeting is scheduled to begin, the meeting shall be postponed to a later date not more than one calendar month after the date of the original meeting. If no quorum is present at the second meeting, those members present shall constitute a quorum.

12. Divisions of the Society

12.1 Any group or society having objects similar to those of the South African Bioinformatics Society may be recognized as a division of the Society. Such recognition shall take place at an Annual General Meeting on the recommendation of the Council.

12.2 The association with such a division shall take place by agreement.

13. Amendments to the Constitution

13.1 Amendments may be proposed by any voting member and shall be seconded by two voting members. Members shall give notice of any proposed amendment to the constitution to the General Secretary at least two calendar months before a General Meeting, and an agenda shall be sent to all members at least one calendar month before the general meeting. This agenda shall also include all amendments to the Constitution proposed by the Council.

13.2 Proposed amendments will be debated at the General Meeting even if the proposer and seconders are not all present. If amendments are accepted by ordinary voting during the general meeting, the amendments shall replace those originally proposed only with the written consent of the proposer and seconders. If this consent is not given, each amended proposal shall be treated as a separate proposal. All members will then be sent a ballot paper describing the proposed amendments. The ballot papers should be filled in and returned to the Secretary by a given date. A two-thirds majority of the votes received by the given date will be decisive, failing which the proposed amendments shall fall away. Council shall appoint at least two members to count the votes. The result of the voting shall be communicated to all members.

14. Financial matters

14.1 Council shall report to the Society on financial matters during the Annual General Meeting. This report shall be audited by an independent person.

14.2 Council, via the Treasurer, shall maintain bank account(s) in the name of the Society. Council is competent to appoint signatories from the ranks of its members in respect of such account(s).

15. Interpretation of this Constitution

15.1 All questions concerning the interpretation or application of the Constitution or any other related matter not specifically mentioned herein shall be submitted to Council, whose decision shall be final.

15.2 Any decision, interpretation, ruling or rule of Council, any committee or meeting of the Society which conflicts or is not reconcilable with the Constitution of the Republic of South Africa, 1996, or any other legislation applicable to the Society, shall be null and void.

16. Dissolution of the Society

16.1 The Society may be dissolved by a majority vote of the members at an AGM or Special General Meeting convened in accordance with clause 11.2: Provided that the proposal to dissolve the Society shall be contained in the notice of meeting.

16.2 Any proposal for dissolution shall include a proposed disposition of the assets of the Society.