



Statutes of the International Regulatory Peptide Society

Estatutos de la Sociedad Internacional de Péptidos Reguladores, Asociación Civil

Date of constitution as an international not-for-profit membership society: 2018-09-25

Date of protocolization at the Notary Public #234 of Mexico City: 2019-02-25

Preamble:

1. The **International Regulatory Peptide Society (IRPS)** is a non-profit membership organization, and the only international society focused on regulatory peptides in systems biology, whose goals include to enhance diversity and opportunities for under-represented groups, to promote best practice in biomedical translational sciences, and to provide networking and mentoring opportunities.
2. The precedent society of the IRPS was a French National Association: **Societe Internationale des Peptides Regulateurs**, created in Toulouse, 2007-08-29 (Waldec/RNA: ID W313007062, www.journal-officiel.gouv.fr). During the General Assembly of the IRPS on September 25, 2018, it was resolved to constitute the IRPS as an **international not-for-profit, rule-governed membership society**.
3. The Statutes declared in 2007 in France and in 2019 in Mexico City served as the basis for the current Statutes, modified and approved by the General Assembly of IRPS during the 23rd International Symposium on Regulatory Peptides.
4. The IRPS is an affiliate member society of the International Neuroendocrine Federation (INF), International Brain Research Organization (IBRO), and the International Union of Basic and Clinical Pharmacology (IUPHAR).
5. The IRPS adopted the Journal of Neuroendocrinology (JNE) as its official journal in March 2020.

Article I: Name

The name of the Society shall be the **International Regulatory Peptide Society (IRPS)**, referred as the **“Society”** hereafter).

The General Assembly (Article VII) affirms that the Society’s logo is official and may be changed as deemed appropriate.

Article II: Address

The Society shall be based at the Building of Scientific Societies, Mexican Academy of Science, Carretera Federal Mexico- Cuernavaca km 23.5, Sn Andrés Totoltepec, Tlalpan, C.P. 14400, CDMX, Mexico. Additional offices may be added as necessary.

Article III: Purpose and Objectives

The aims of the Society are scientific and educational for public benefit, and no others. To promote these ends, the Society may:

- (a) organize a Biennial International Symposium on Regulatory Peptides (referred to as “RegPep” hereafter) at various international locations, to advance understanding of the physiology, pathophysiology and therapeutics of regulatory peptides, and encourage peptide-centric drug discovery;
- (b) bring together scientists and medical professionals of various backgrounds and disciplines worldwide both during RegPep and through web-based and other types of membership outreach;
- (c) promote an integrative approach to research on regulatory peptide action that spans the scientific disciplines of physiology, pharmacology, and medicine;
- (d) promote education in systems biology and translational medicine;

- (e) inform the general public and public health decision-making bodies of the results and implications of recent and current research;
- (f) promote other activities that will contribute to a better understanding of the role of regulatory peptides in the biological sciences and related applied disciplines.

Article IV: Powers

The society has the power to take actions which are aimed at furthering its objectives. In particular, the Society has faculty to:

- (a) receive membership dues and registration fees for a given academic event organized by the Society;
- (b) receive donations from public funding agencies, other professional societies and private companies;
- (c) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- (d) employ and remunerate staff for carrying out the work of the Society's office management;
- (e) employ a professional fund-manager if necessary;
- (f) transfer funds to other non-profit organizations.

Article V: Membership

Section 1. Membership in the Society is open to any person interested in the study of regulatory peptides and related scientific subjects in their research, teaching and/or clinical pursuits. The Society membership shall consist of four classes of members: Regular, Student, Distinguished and Affiliate.

Section 2. Regular Members (RM): who shall be individuals with an advanced degree (Ph.D., M.D. or equivalent) and an active interest in research, teaching and clinical practice relating to regulatory peptide biology, including physiology, pathophysiology, therapeutics and drug discovery. Those without advanced degrees but a considerable interest and experience in the field, may be eligible for RM on the recommendation of a current member.

Section 3. Student Members (SM): who shall be individuals enrolled in programs at degree-granting institutions of higher education.

Section 4. Distinguished Members (DM): shall be individuals whose contributions to the regulatory peptide field and/or to the Society are judged significant according to criteria established by the Council.

Distinguished members shall be nominated by 10 members of the Society and a letter of acceptance from the nominee to the Membership Committee is required. Nominations for DM can be approved by Council majority vote at any time. The DM will receive a diploma in recognition of his/her contribution to the field and/or the Society during the next available General Assembly at a RegPep meeting.

Section 5. Affiliate Members (AM): will be individuals, institutions, companies or organizations that share the objectives and interests of the Society. They can contribute human or financial resources to the activities of the organization.

Section 6. Membership rights:

- a) full voting rights, the right to stand for election for the Society's Executive Body and Council (RM & DM), and the right to contribute to decisions on all fundamental matters that concern the Society and its operation through the General Assembly.
- b) the right to apply for funding from the Society to organize workshops or satellite meetings for RegPep (RM & DM);
- c) access to the Society's website for the scientific discussion forum, job listings, and posting of recent meritorious peptide research reports and commentaries;
- d) electronic newsletters;
- e) discounted registration and advance hotel booking for RegPep and ancillary Society-sponsored events;
- f) priority for travel award eligibility to attend RegPep (SM).

Applications shall follow procedures defined by the Council's Membership Sub-committee.

Section 7. Dues: Council shall set annual dues. Distinguished members will not be billed for annual dues.

Section 8. Duty of members: It is the duty of each member to exercise his or her powers as a member of the Society in the way he or she decides in good faith would be most likely to further the purposes of the Society.

Section 9. Termination of membership: Membership in the Society comes to an end if:

- (a) the member dies;
- (b) the member sends a notice of resignation to the Society, provided there will be at least three members remaining;
- (c) any sum of money owed by the member to the Society is not paid in full within twelve months of its falling due;
- (d) the Council decides that it is in the best interests of the Society that the member in question should be removed from membership, and pass a resolution to that effect, having allowed the member the right of appeal to the General Assembly.

Article VI: Duration

The Society is established for an unlimited period of time.

Article VII: General Assembly

Section 1. The General Assembly of the Society is the supreme organ of the Society. It consists of members of the Society. The General Assembly makes decisions on all the fundamental matters that concern the Society and its operation. It is the responsibility of the General Assembly to sanction the breach of the obligations of the members of the executive body and the Council and decide, in extreme cases, the sanction or expulsion of any of its members.

Section 2. The General Assembly holds its meeting approximately every two years, during the Biennial International Regulatory Peptide Symposium (RegPep) or under extraordinary circumstances it could be conducted by virtual conference and is convened by the President with prior notice to all members, who must receive it at least 15 days in advance and in which notice the respective agenda must appear. The President shall report, together with the Treasurer, on activities of the association, the budget and financial report of the previous RegPep fundraising and the annual accounts, fiscal declarations, which shall be approved by the General Assembly. The General Assembly makes decisions on the election of Councilors (Article IX), officers (Article X), to approve the leadership, venue, and time of the next RegPep meeting, to approve any modifications of the Statutes, and any co-operation with other associations and societies, dissolution of the Society and any business which falls within the scope of the Society.

Section 3. It is defined as an Ordinary General Assembly that the attendance of the Regular and Distinguished Membership is more than 75% at the time convened.

Section 4. The Extraordinary Assembly is when ten minutes have elapsed from the time convened for the ordinary assembly and the quorum required in Section 3 has not been met. The Extraordinary Assembly can conduct the duties of an ordinary General Assembly, by agreement of the Council, with the number of members present.

Section 5. Decisions of the General Assembly are made by a simple approval of a majority of participants.

Section 6. For any matter that the President may deem too consequential to be decided by the number of members present in the Assembly, he/she may call a straw poll, to be followed by an electronic vote by the entire membership within the next 15 days.

Section 7. Minutes of the General Assembly are written and signed by the President and the Treasurer of the Society and are circulated to all members within fifteen days after the vote of the endorsement is released.

Article VIII: Central Fund

A Central Fund will be created composed of membership and registration fees, and grants provided by public institutions, sponsor companies and any other sources permitted by law. The fund must be strictly used to fulfill the purpose of the Society as defined in Article III "Purpose and Objectives". The Society's bank account shall be jointly co-administered by the President and the Treasurer. No payment from the Central Fund shall be made to any academic member of the Society as stipend, except for the reimbursement of expenditure incurred on behalf of the Society and approved by the Council.

Article IX. Council

Section 1. Council. The Society's affairs shall be coordinated through a Council that shall serve the General Assembly by defining and advancing the mission of the Society. It consists of up to 12 elected Councilors in staggered terms of office and the Executive Body of the Society (see Article X). Normalization from the current 18 Council members (see Section 7 of this Article and the first election of 6 councilors under the incorporated regime) to 12 Council members shall occur by normal attrition as terms of current members expire. All members of Council are entitled to one vote each. Council will nominally contain members of different nationalities and of different scientific backgrounds to represent the international vocation of the Society.

Section 2. Faculty of the Council. The elected Council shall be responsible for maintaining all functions of the Society in the interests of the General Assembly, and for making all proposals on fundamental issues to the General Assembly for final decisions (Article IX). These include determination of policy; recommendation of modification of the Statutes; proposal and approval of candidates for the elections of Executive Body and new councilors to the General Assembly; drafting and approval the "Standing Orders" of the Council; dissemination of information about IRPS and RegPep to the membership; and recruitment of new members.

Section 3. Quorum. A quorum of Council shall consist of at least 50 percent of the total number of Council members serving.

Section 4. Meetings. Council meetings are convened by the President or when requested by three or more Councilors through the Secretary General of the Council (Article X). The Council shall meet at least immediately before each RegPep World Conference and at other times and places as is deemed necessary. The Secretary General (Article X) of the Council, in agreement with the President, sets the agenda of the meeting, and sets the time and place of the meeting at least seven days beforehand. Meetings may be conducted in person or by electronic teleconference.

Section 5. Election of Councilors. Councilors are required to be Regular or Distinguished Members of the Society in good standing (defined as having been a member of the Society for at least one year and having attended at least one RegPep meeting). Councilors shall be elected for a four-year term. During each biennial RegPep, six of the twelve Councilors are renewed so a staggered term is established. Councilors shall be elected by vote of the General Assembly (Article VII, Section 2). In the case of tied votes, the previous Council shall break the tie by voting within the Council.

Section 6. Committees of the Council. There will be standing committees of the Council, each organized by a Council member functioning as its Secretary, and reporting to the council at large about the committee's activities at each Council meeting.

Section 7. Resignation of Councilors. A Councilor who does not promptly and fully engage in RegPep and Council activities by at minimum responding to calls for discussion and endorsement of resolutions within 30 days will be deemed non-responsive to their duties and to have offered their resignation to the Council.

Section 8. The Steering Committee of previous IRPS, elected by vote of RegPep2018 delegates, incorporating the IRPS as a Society are hereby named:

1. Dr. H el ene Castel (France)
2. Professor Duan Chen (Norway)

3. Professor Lee E. Eiden (USA)
4. Professor Valery Grinevich (Germany)
5. Professor Andrew L. Gundlach (Australia)
6. Dr. Vito S. Hernández (México)
7. Dr. Mary L. Lee (USA)
8. Professor Sushil Mahata (USA)
9. Dr. André S. Mecawi (Brazil)
10. Professor Andrés Quintanar-Stephano (México)
11. Professor Laura Vivas (Argentina)
12. Professor Limei Zhang (México)

Article X: The Executive Body of the Society

Section 1. The Executive Body and its election. The Executive Body of the Society shall consist of the following officers: **President, Secretary General, Past-President (PP), President-Elect (PE), and the Treasurer**, all of whom must be active members in good standing (requirement defined as having been a member of the Society for at least one year and having attended at least one RegPep meeting) at the time of their nomination, election (except the PP), and during the terms of their office. Officers (except the PP) shall be elected/ratified (in case of PE to become President) by the general membership via ballot during the RegPep-linked General Assembly meeting. Every eligible member of IRPS can self-nominate or nominate colleagues who 1) meet the requirements for election; 2) accepts nomination by writing that also contains the nominee's commitment to the Executive position, if elected. The Council has the responsibility of evaluating the nomination list and where possible offering (at least) two candidates for each post for the vote by the General Membership. In case of more than three members being nominated for a given post, the council shall vote to choose the three options receiving the higher votes to be the official candidates. The candidates list approved by the Council should be sent to the membership no later than two weeks prior to the General Assembly meeting. The maximum number of votes obtained by candidates nominated for the office (except the PP) shall constitute election to said office; tied votes will be resolved by voting of the newly elected Council. Newly elected officers shall be announced at the General Assembly and shall take office at the conclusion of the RegPep conference.

Section 2. The President shall be responsible for: 1) leading the Society's activities to further its aims, including to preside/co-preside, together with the local organizer, if it is the case, at the RegPep World Conference; 2) representing the Society before affiliated international organizations and participating in the corresponding governing council meetings and casting votes on behalf of the Society; 3) elaborating all grant applications for support of RegPep and other Society activities; 4) signing all the legal documents for fundraising and contracts with the venues for Society's events; 5) calling and leading the General Assembly and presenting the biennial Society report; 6) promoting the Society's membership and fundraising during his/her tenure; 7) co-signing all the Society's payments, biennial activity, and financial reports together with the Treasurer.

Section 3. The **Secretary General** shall be responsible for: 1) calling and leading the Council meeting together with the President, 2) setting the agenda and elaborating the "Standing orders" and minutes for each Council meeting, always in agreement with the President and the Treasurer, with any disagreements to be resolved with the help of the Council; 3) overseeing the President and Treasurer's function and leading the Council to analyze and approve/disapprove the President's and Treasurer's reports to the General Assembly and in case of disapproval of the President and/or the Treasurer, propose their sanctioning or replacement to the Council and subsequently to the General Assembly; 4) safeguarding all relevant documents of the Society.

Section 4. The Treasurer shall be responsible for overseeing all funds and valuable effects in the name and to the credit of the Society, and for overseeing full and accurate accounting of receipts and disbursements in account books belonging to the Society. Such receipts and books shall be maintained in electronic form. The Treasurer shall maintain a list of all current members with good standing of the Society and shall also be responsible, together with the President, for payment of dues to affiliated societies and organizations. The Treasurer shall render to the President and Council at its regular meetings, or when Council so requires, an account of the financial transactions and status of the Society.

Section 5. The Past-President and the President-Elect shall assist the President, shall be members of Council, and shall substitute for the President if necessary. The Past-President shall take precedence over the President-Elect in substituting for the President. Both the Past-President and the President-Elect are recommended to compete for the post of Secretary General of the Society. The President-Elect shall undergo the General Assembly's ratification to take the office of the President during the next plenary meeting.

Article XI: Amendments

Amendments to the Statutes may be proposed by a simple majority of Council, or by a written proposal signed by not less than five percent (5%) of the voting membership. Thereafter, the Statutes may be amended by a simple majority of votes cast by the voting membership of the upcoming General Assembly of the Society.

Article XII: Dissolution

The association and its statutes may be dissolved at any time at a meeting of the General Assembly at which at least two-thirds of the members vote in favor of dissolution. Prior notification of the proposal for dissolution should be made to the Council at least six months beforehand. In the event of the dissolution of the association, the Council is responsible for the liquidation of the association, and the distribution of remaining funds for future use exclusively for the same goals as those defined in article III of the current Statutes, under the direction of a duly appointed Liquidator.