

# Statutes & Bylaws

## Article I. Name and Registered Office

**Section 1.** The name of the Society shall be Mongolian Neuroscience Society (abbreviated as MNS). It is founded in 2014 in Ulaanbaatar by the disposition of the Mongolian Law of Non-Governmental Organizations of 1997.

**Section 2.** The office of the society is established in Mongolia at the MNS office, at the Mongolian National University of Health Sciences, Zorig street 3, Ulaanbaatar 14210.

## Article II. Purpose

The purposes of the Society are scientific, educational, literary, charitable, and no other. In furtherance of these purposes, the business and objectives of the society shall be (a) providing a platform for interdisciplinary interactions to understand nervous systems, including behavior; (b) supporting the establishment of collaborative research programs; (c) translating advances in neuroscience to enhance mental, physical, and social well-being of the population; (d) promote education in the neurosciences to general public to develop teaching concepts that strengthen the personality, collectivism, and creativity of the population; (f) promote other activities that will contribute to the development of neuroscience.

## Article III. Membership

**Section 1. Members.** The Society shall consist of three classes of members: Regular, Student and Affiliate.

**Section 2. Regular Members.** Any person who has done research relating to the neurosciences is eligible to be a Regular Member. Applications shall follow procedures defined by Council.

**Section 3. Student Members.** Students enrolled in programs at degree-granting institutions of higher education are eligible to apply for Student Membership. Student membership shall terminate at the end of the first membership year in which the Student is able to apply for another class of membership after completing or otherwise leaving the degree granting program. Former Student Members shall be eligible for election to another class of membership according to the same procedures and criteria as other scientific workers.

**Section 4. Affiliate Members.** All persons interested in the Society's objectives but not eligible for Regular or Student membership may be appointed to Affiliate Membership. Categories of Affiliate membership shall be as defined in the Resolutions to Bylaws.

**Section 5. Dues and Assessments.** Council shall set annual dues and special assessments to the Members according to the needs of the Society. Honorary and Emeritus Members shall not be billed for annual dues or other assessments.

## Article IV. Meetings

**Section 1. Annual Meeting.** The Society membership shall meet annually at a place and time designated by Council. Council may also call special meetings of the membership.

**Section 2. Notice of Meetings.** The Executive Director shall notify members of Annual Meetings and special meetings of the membership as a whole, indicating the place and time of the meeting and, in case of a special meeting, the purpose for which the meeting is called. Such notice of special meetings shall be distributed not less

than ten nor more than thirty days before the date of the meeting. Notice of the Annual Meeting is to be given no later than the prior Annual Meeting.

## **Article V. Officers**

**Section 1. The Presidential Officers.** The President shall preside at meetings of Council and Special Meetings of the Society, shall be responsible for executing policies determined by Council, shall act as spokesperson for the Society, and shall see that all Orders and Resolutions of Council are carried into effect. The Past President and the President-Elect shall assist the President, shall be members of Council, and shall substitute for the President when necessary. The Past President shall take precedence over the President-Elect in substituting for the President.

**Section 2. Election and Succession of Presidential Officers.** The President-Elect shall be elected annually for a period of one year by a vote of eligible members of the Society. Election shall be by simple plurality of votes received from Regular and Emeritus Members. The President-Elect shall assume office at the mid-point of the Annual Meeting that follows the election. At the same time, the previous President-Elect shall become President and the previous President shall become Past President. Former Presidential Officers shall not be eligible for re-election to the office of President.

**Section 3. The Secretary and Secretary-Elect.** The Secretary shall assist the President and shall be responsible for the minutes of all meetings of Council and special meetings. The Secretary shall serve as the chair of the Committee on Committees. A Secretary-Elect shall be elected every two years and shall serve a single term of three years, the first year in the capacity of Secretary-Elect, overlapping with the Secretary, and the second two years as Secretary. The Secretary-Elect shall be elected by means of the same ballot as the President-Elect and by a plurality of votes cast. The Secretary-Elect shall assume office at the mid-point of the Annual Meeting following his/her election. The Secretary-Elect shall assist the Secretary and shall substitute for the Secretary when necessary. The Secretary shall substitute for the President if neither the Past President nor President-Elect can serve.

**Section 4. The Treasurer, Treasurer-Elect, and Past Treasurer.** The Treasurer shall be responsible for overseeing all moneys 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 books belonging to the Society. 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. The Treasurer shall serve as Chairperson of the Finance Committee. The Treasurer-Elect shall assist the Treasurer and shall substitute for the Treasurer when necessary. A Treasurer-Elect shall be elected every year and shall serve a single term of three years, the first in the capacity of Treasurer-Elect, overlapping with the Treasurer, the second year as Treasurer, and the third year as Past Treasurer. The Past Treasurer shall serve on Council for one year. Election shall take place on the same ballot as President-Elect and shall be on the basis of a plurality of votes cast. The Treasurer-Elect shall assume office at the mid-point of the Annual Meeting following his/her election.

## **Article VI. Council**

**Section 1. Council.** The Society's affairs shall be conducted through a Council consisting of eight elected Councilors and the President, President-Elect, Past President, Treasurer, Treasurer-Elect, Past Treasurer, Secretary, and Secretary-Elect (every other year). All members of Council shall be entitled to one vote each.

**Section 2. Quorum.** A quorum of Council shall consist of at least 50 percent of the total number of Council members serving.

**Section 3. Meetings.** Council shall meet at the Annual Meeting and at other times and places as is deemed necessary. Meetings may be conducted in person or by telephone or other form of telephonic communication. Council may also conduct business by mail or email but in such cases any vote must be unanimous of all voting members of Council.

**Section 4. Election of Councilors.** Councilors shall be elected for a single four-year term and may not continue to serve unless they are elected Officers of the Society. Councilors will serve staggered terms. An election will be held each year to fill vacating terms. Newly elected Councilors shall assume office at the mid-point of the Annual Meeting following his/her election. Councilors are required to be Regular or Emeritus Members of the Society in good standing.

## **Article VII. Executive Director and Society Office**

**Section 1. Executive Director.** Council shall be empowered to appoint and compensate an Executive Director. Council or its designees from Council shall review the Executive Director's performance on an annual basis.

**Section 2. Managerial Duties.** The Executive Director shall be responsible for the management of the Society Office and staff of the Society as specified in the Policies of Society Management, under the general supervision of Council and the Executive Committee.

**Section 3. Electoral Duties.** The Executive Director shall be responsible for distributing or providing ballots, and the President shall formally accept the ballot totals following tabulation by an independent ballot processing organization. Ballots shall be retained and available for examination by the membership for six months after each election.

## **Article VIII. Chapters**

**Section 1. Formation and function.** As part of its aim to promote research activities and contacts among scientists with specialized knowledge in different fields of learning, the Society shall encourage the formation of regional Chapters. Chapters may be chartered by Council as defined in the Resolutions to Bylaws. All Chapters will have an obligation to promote, at the local level, the general objectives of the Society, including its goals of interdisciplinary contacts among research workers interested in neuroscience and education of the general public and future neuroscientists.

## **Article IX. Committees**

**Section 1. Formation.** Council may appoint committees to act for Council for special purposes, designating their duties and powers in the resolution of appointment. Such resolution must be adopted by a majority vote of the members of Council. Council may also appoint or designate members of the Society to serve as ex officio members of standing committees as deemed appropriate. This action must also be adopted by a majority vote.

**Section 2. Standing Committees.** Standing Committees shall include but are not limited to the following Committees: Executive, Finance, Program, and Scientific Publications. With the exception of roles of elected officers specified below, members and chairpersons of Standing Committees are recommended by the Committee on Committees and approved by Council. All Standing Committees shall submit to the President, in advance of the Annual Meeting, a written report of their activities and proposals. Members of most Standing Committees shall be appointed for a three-year term, and may be reappointed for additional terms. Members of the Finance Committee will serve a five-year term.

a. **Executive Committee.** The Executive Committee, consisting of the President, Past President, and President-Elect, shall make decisions as to the suitability of any use of the Society's name by Committee Chairpersons, Officers, and Councilors in any publication or public address. Subject to applicable provisions of law, the Articles of Incorporation and these Bylaws and to the direction and continuing oversight of Council, the Executive Committee shall be authorized by Council to act on its behalf, between meetings of the Council. The Executive Committee shall report its routine actions to Council either directly or via the Executive Director on a regular basis. Issues relating to major policy changes, major financial changes, and major disputes shall always be referred to Council for due consideration and action.

- b. *Finance Committee.* The Finance Committee, composed of the Treasurer as Chairperson, three or more members, Treasurer-Elect, and Past Treasurer, *ex officio*, shall advise Council respecting the annual budget, the management of Society bank accounts, and other financial matters. The Finance Committee, in cooperation with Council, shall advise the Investment Committee regarding the Investment Policy in the context of the Society's overall budget and long-term financial vision.
- c. *Program Committee.* The Program Committee shall be responsible for the preparation of the program for the Annual Meeting and for any special scientific sessions sponsored and authorized by Council. Substantial change in practice or policy especially matters affecting financial liability, public relations, or relations with other societies, must be approved by Council.
- d. *Scientific Publications Committee.* The Scientific Publications Committee shall recommend to Council activities appropriate for the Society in respect to communication among scientists via journals and other modes of communication and with the approval of Council carry out or supervise such activities.

**Section 3. Business Committees.** The Business Committees shall transact other business for Council. Members and chairpersons of these committees are appointed by Council upon the recommendation of the Executive Committee. All these Committees shall submit to the President, in advance of the Annual Meeting, a written report of their activities and proposals.

## **Article X. Publications**

**Section 1. Publications.** The Society shall have as its official publication *Neuroscience - Mongolia* and any other journals and publications sanctioned by Council.

## **Article XI. Fiscal Year**

**Section 1. Period.** The fiscal year of the Society shall commence on the 1st day of July and end on the 30th day of the following June.

**Section 2. Treasurer's Report.** A report of the fiscal state of the Society shall be made by the Treasurer at the Annual Meeting and whenever requested by Council.

## **Article XII. Amendments**

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

## **Article XIII. Dissolutions**

In the event of the dissolution or termination of the Society, title to and possession of all the property of the incorporated Society shall pass forthwith to such organization or organizations qualified for exemption under Section 7 and 8 of the Law of Non-Governmental Organization (Mongolia) of 1997 that in the option of Council is or are best fitted to carry on the purpose of the Society.