

# INTERNATIONAL SOCIETY FOR FUNGAL CONSERVATION

## A Global Federation of Fungal Conservation Groups

### Constitution

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#### Article 1. Name, Status and Address

- 1.1 The name of the organization to which this Constitution relates is the **International Society for Fungal Conservation** (referred to in the rest of this Constitution as the **Society**).
- 1.2 The status of the **Society** is that of an independent not-for-profit and non party political association of individuals (amateur or professional) and organizations (public or private) with an interest in fungal conservation, including local, national and regional groups and societies.
- 1.3 The Official Address of the **Society** is that of its secretariat.

#### Article 2. Definitions, Rules and Communication

- 2.1 The terms “fungi” and “fungal” are defined as relating to organisms traditionally studied by mycologists, i.e. the biological kingdom of *Fungi* (explicitly including lichen-forming fungi), and the fungal analogues of the biological kingdoms *Chromista* and *Protozoa*.
- 2.2 The Rules of the **Society** are made or altered by the **Society's** General Assembly, or by the **Society's** Council between General Assemblies (in which case they are subject to ratification at the next General Assembly). The General Assembly, Council and Governing Committee interpret and apply the rules. The Secretary must supply copies of the Constitution and Rules to any Member who requests them.
- 2.3 The Language used by the **Society** is English. For clarity, a translation into any other appropriate language may be used for communication, but the English version will always be definitive. Digital communication (for example e-mail, and video- and tele-conferencing) is recognised as a valid medium for communication and meetings.

#### Article 3. Objective and Activities

- 3.1 The objective of the **Society** is to promote conservation of fungi globally.
- 3.2 The **Society** will carry out activities appropriate for this objective. In the first instance, it will act as a *Global Federation for Fungal Conservation Groups*, supporting, guiding, co-ordinating and functioning as a forum for regional, national and local bodies seeking to promote fungal conservation. In addition, it will work to:
  - 3.2.1 identify fungi and important fungus areas in need of conservation;
  - 3.2.2 identify current and potential threats faced by such fungi and such important fungus areas;
  - 3.2.3 develop and act on strategies and plans to deal with such threats;
  - 3.2.4 promote awareness that fungi are different from animals and plants, that they are vitally important components of ecosystems, and that they too need protection;
  - 3.2.5 identify and promote awareness of impacts on human society which may occur as a result of fungal population declines and extinctions;
  - 3.2.6 establish and foster relations with and between those working towards the same objective, through meetings, electronic media, publications, and by promoting personal contacts, collaboration and the exchange of ideas and information;
  - 3.2.7 promote practical methodology to determine the conservation status of fungi;
  - 3.2.8 improve the infrastructure for fungal conservation at all levels from global to local;

- 3.2.9 provide information to, and interact with decision makers at all levels (including governments, conservation NGOs, the *International Union for Conservation of Nature* [IUCN], the *International Mycological Association* [IMA], and other similar bodies and initiatives).

#### Article 4. Membership

- 4.1 Any individual or organization with a genuine interest in fungal conservation may apply for membership of the **Society**. The following categories of membership exist:
- 4.1.1 Founder Members: limited to those individuals and organizations participating in the meetings in Whitby (2009) and Edinburgh (2010) when the **Society** was established, and others who have joined before 31 December 2010, in all other respects the same as Ordinary Members;
  - 4.1.2 Ordinary Members: individuals or organizations who pay the annual Ordinary Members fee, with voting rights;
  - 4.1.3 Life Members: individuals who have paid the Life Members fee and are therefore exempt from paying the annual membership fee, in all other respects the same as Ordinary Members;
  - 4.1.4 Sustaining Members: individuals or organizations who pay the annual Sustaining Members fee and are, therefore, listed in **Society** publications, in all other respects the same as Ordinary Members;
  - 4.1.5 Honorary Members: limited to ten individuals, exempt from paying membership fees, in all other respects the same as Ordinary Members;
  - 4.1.6 Student Members: individuals who pay the annual Student Members fee, in all other respects the same as Ordinary Members.
- 4.2 Each Member shall have one vote in respect of their membership; organization Members may select a representative from their own membership to cast that vote.
- 4.3 With the exception of Founder Members, admission to membership requires the applicant to be recommended by two existing Members. Honorary Membership is only by election at the **Society** General Assembly. Membership of all other new Members will become effective on payment of the first fees although that membership will be provisional until approved by a meeting of the **Society** Governing Committee or by the **Society** General Assembly, whichever occurs first. In other respects, admission as a Member shall follow the **Society**'s current Rules.
- 4.4 Individual Members and representatives of Members which are organizations are eligible to serve as Councillors, Delegates and Officers.
- 4.5 Membership ceases on resignation, or after two years' non-payment of fees, or in the event of suspension following a decision by the Governing Committee. A suspended Member may appeal to the next Council or General Assembly, in which case the decision of that Council or General Assembly is final.
- 4.6 It is the responsibility of the Membership Secretary to maintain lists of Members.

#### Article 5. The Officers and the Governing Committee

- 5.1 The Officers of the **Society** are the President, Vice-President, Secretary, Treasurer, Membership Secretary, Editor and Communications Officer.
- 5.2 The President represents the **Society** in legal and other matters, but may delegate this responsibility to the Vice-President, Secretary or other Officer when necessary or appropriate.
- 5.3 The **Society**'s Governing Committee is composed of its Officers and two non-office-holding Council Members selected by the Council. The Governing Committee may co-opt up to two additional Members at its discretion.
- 5.4 The Governing Committee's meetings are called by the President or Secretary or at the request of three Governing Committee members. The Governing Committee meets at least once every year to manage the **Society** according to the Constitution, and according to the Rules, policy and developmental strategies established by the **Society** Council. Where necessary, the Governing Committee may establish additional special purpose committees, and may enforce suspension of a Member. The Governing Committee is furthermore empowered to make decisions in matters not covered by this Constitution.
- 5.5 To be quorate, a minimum of five members of the Governing Committee, including at least three Officers must participate, and one of those Officers must be the President, Vice-President, Secretary or Treasurer.
- 5.6 Meetings are chaired by the President or, if absent, the Vice-President, Secretary or Treasurer. The Governing Committee may decide only by a simple majority of votes. The person chairing the meeting may only vote when there is otherwise no majority.

#### Article 6. The Council

- 6.1 The **Society** Council consists of the Governing Committee, four elected Councillors, the Chair of each fungal specialist group within the IUCN *Species Survival Commission* (ex officio), a representative from the IMA, and Regional Delegates as listed below (numbers of delegates in parenthesis).

- Africa: central (1), northern (1), southern (1).
- Antarctica (1).
- Asia: central & western (1), eastern (1), northern (1), south & southeastern (1).
- Australasia & Oceania: Australasia (1), Oceania (1).
- Central America & the Caribbean (1).
- Europe (1).
- North America: boreal (1), temperate-tropical (1).
- Arctic, Atlantic and Indian Oceans (1).
- South America: temperate (1), tropical (1).

Where possible, Regional Delegates will be nominated by regional conservation groups which are Members. For any area not represented in this way, the Council may co-opt a suitable Member. If unable to attend in person, a Regional Delegate may be replaced by a representative of their choice. Each ex officio member of the **Society** Council may vote at Council meetings in respect of the office they represent (thus, for example, a Treasurer who happens also to be the **IMA** representative may cast two votes, one in respect of being Treasurer, the other as **IMA** representative).

- 6.2 The Council's meetings are called by the President or at the request of five Council members. The Council meets at every **Society** Congress and at least once between consecutive **Society** Congresses, to establish, apply and, where necessary, change the **Society**'s Rules, policy and development strategies, according to the Constitution. It may also hear suspension appeals. During its meeting at a **Society** Congress, the Council decides the location of the next Congress.
- 6.3 To be quorate, a minimum of eight members of the Council, including at least three Officers must participate, and one of those Officers must be the President, Vice-President, Secretary or Treasurer.
- 6.4 Meetings are chaired by the President or, if absent, the Vice-President, Secretary or Treasurer. The Council may decide only by a simple majority of votes. The person chairing the meeting may only vote when there is otherwise no majority.

#### **Article 7. The General Assembly**

- 7.1 The General Assembly of the **Society** consists of all Members.
- 7.2 The General Assembly meets at every **Society** Congress. It may also meet on other occasions at the request of the President, the Council, or at least forty Members. Notice of a meeting of the General Assembly must be circulated to all Members by the Secretary at least sixty days in advance. At its meetings, the General Assembly may: elect **Society** Officers, Councillors and Honorary Members, remove **Society** Officers and Councillors, approve other new Members, advise the Council regarding Rules, policy and developmental strategies, make and change Rules, ratify changes of Rules made by the Council, and amend the Constitution, subject to the provisions of Article 10. It may also hear suspension appeals.
- 7.3 The Members participating in the General Assembly constitute a quorum, providing that, under normal conditions, a minimum of three Officers (including at least two from the President, Vice-President, Secretary and Treasurer) and at least nine Regional Delegates (or their named representatives) are among those participating.
- 7.4 The General Assembly is chaired by the President or, if absent, the Vice-President, Secretary or Treasurer. In exceptional conditions, if none of these Officers can participate, the meeting will be chaired by a person selected by the General Assembly at the time. The person chairing the meeting may only vote when there is otherwise no majority.

#### **Article 8. Election of Officers and Delegates**

- 8.1 **Society** Officers are chosen by the General Assembly through elections normally held at **Society** Congresses and at intervals of not more than four years.
- 8.2 A term of office begins at the end of one Congress, and terminates at the end of the next Congress. Members who have completed a term of office may not immediately be re-elected to that same office, except for the Secretary and Treasurer who may each be re-elected once.
- 8.3 Councillors will be elected by the General Assembly, normally at **Society** Congresses, and at intervals of not more than four years. Regional conservation groups which are Members will select each Regional Delegate before the General Assembly. The results of elections and the names of Regional Delegates are announced by the person chairing that meeting.
- 8.4 Nominations for Officers and Councillors may be made only by Members, and each must be seconded by a Member. With the exception of the first generation of Officers and Councillors (who may be nominated and elected at an extra-ordinary meeting), nominations for Officers and Councillors must be received by the Secretary at least 90 days in advance of a General Assembly, and must be circulated to Members by the Secretary at least 30 days in advance of a General Assembly. Proxy votes (written nominations by Members of proxies, i.e. other Members nominated to vote on their behalf, and postal votes of Members not attending in person) must be received by the Secretary at least 15 days before the General Assembly.

#### **Article 9. Publications**

- 9.1 The **Society** publishes information about fungal conservation in printed (i.e. paper) and digital formats (for example through a **Society** website), as defined by **Society** Rules.
- 9.2 The Editorial Board is composed of the President, Secretary, the Editor, the Communications Officer, and Associate Editors selected by the Governing Committee to cover the **Society**'s objectives; the Communications Officer will be the Webmaster.
- 9.3 The **Society** will distribute a publication at least once a year to all Members.
- 9.4 Content of printed and digital publications is the responsibility of the Editorial Board. Production of printed and digital publications is the responsibility of the Editor. Maintenance of the Website is the responsibility of the Webmaster.

#### **Article 10. Financial Affairs**

- 10.1 The finances of the **Society** are the responsibility of the Treasurer, who may open one or more financial accounts in the **Society**'s name with written approval of both the President and the Secretary. It is also the responsibility of an outgoing Treasurer to ensure smooth continuity of the **Society**'s financial affairs, and to transfer monies to accounts determined by the President and Secretary. The **Society** may receive and hold money from a range of sources, typically (but not exclusively) including membership fees, awards, grants and interest.
- 10.2 The Treasurer must prepare annual income and expenditure accounts and a balance sheet for each calendar year by the end of February of the following year, accounting for the finances of the **Society** to the Governing Committee. These accounts are audited each year by an auditor appointed by the President. The auditor may be a **Society** Member, but must not hold any other position within the **Society**. Reports are also made to the Council and General Assembly. Summarized information about the **Society**'s finances is distributed annually in a **Society** publication and, on request from a Member, the Treasurer must supply a full copy of the most recent report.
- 10.3 The **Society** levies membership fees from Members, to support its activities. Levels for each category of Member are determined by its Council, are communicated to Members annually, and form part of the **Society**'s Rules.

#### **Article 11. Congresses and Meetings**

- 11.1 A Congress of the **Society** is held at least once every four years, each time, where possible, in a country different from that of the previous Congress, with a meeting of the **Society** General Assembly forming part of its programme.
- 11.2 Invitations to host a future Congress must be submitted to the **Society** Secretary at least ninety days before the currently scheduled Congress begins. Taking into account each invitation, the **Society** Council will decide the location of the next Congress and will advise the General Assembly of its decision.
- 11.3 Each Congress has an Organizing Committee which, in addition to the group responsible for the successful invitation, contains a maximum of three members appointed by the **Society** Governing Committee. The Organizing Committee solicits from the Members proposals for sessions, symposia, workshops and other Congress elements.
- 11.4 Apart from Congresses, other **Society** events may be organized at any time with the agreement of the Officers.

#### **Article 12. Amendments and Dissolution**

- 12.1 This Constitution can be amended only by a two-thirds majority of Members participating in a General Assembly.
- 12.2 Amendments (including additions) to the Constitution may be proposed only by the **Society** Council or by at least 40 Members, and must reach the Secretary at least 90 days before the General Assembly at which they are to be considered.
- 12.3 The proposed amendments must be circulated by the Secretary to all Members, to reach them at least 30 days prior to the General Assembly at which they are to be considered.
- 12.4 After any amendment, the new Constitution must be sent by the Secretary to all Members, to reach them less than 30 days after the General Assembly making the decision.
- 12.5 The **Society** may be dissolved if more than two-thirds of Members participating in a quorate General Assembly so resolve. On dissolution, any remaining **Society** assets are to be transferred to the **IMA** for furtherance of the purposes for which the **Society** was established.