



BY-LAWS OF THE SOUTHERN BIOSAFETY ASSOCIATION (SBA)

These by-laws are in draft format until official formation of the affiliate and finalization through democratic process of the association.

SECTION I. NAME

In the year of 2008, an organization has been formed and shall be known as the Southern Biosafety Association (abbreviated SBA), a not-for-profit organization.

SECTION II. PURPOSE

The purpose of the Southern Biosafety Association shall be:

- A. To promote the study, evaluation, and control of biohazards in the workplace and the environment;
- B. To increase the knowledge of biological safety issues through a network of resources in the south region of the United States (Texas, Louisiana, Arkansas, Oklahoma, and New Mexico);
- C. To encourage an interest and knowledge of current regulations regarding bloodborne pathogens, medical waste disposal, select agents and toxins, recombinant DNA research, and any other emerging issue with regards to biological safety.
- D. To discuss methods of implementing programs for biological safety in university research, biotechnology research, hospitals, and medical and dental offices throughout the south region.

SECTION III. MEMBERSHIP

Any individual having an interest in the area of biological safety and health may become a member of Southern Biosafety Association. Generally, membership will be drawn mainly from the south region of the United States including Texas, Louisiana, Arkansas, Oklahoma, and New Mexico.

The membership must include at all times a minimum of ten active standing members of the American Biological Safety Association (ABSA).

Corporate memberships allow up to four voting company representatives.

Student memberships shall not have the right to vote, not have the right to hold elected office, and must be a matriculated student with an interest in biological safety or other related fields.

ARTICLE IV. FINANCES

Annual dues of \$25.00 will be set per membership, \$100.00 per corporate membership and \$10 per student membership.

A membership year is a calendar year, January 1 to December 31.

Money collected from dues will be used exclusively for the Southern Biosafety Association needs and not for the benefit of any individual or group or for profit.

All Southern Biosafety Association funds shall be deposited to the Southern Biosafety Association account.

All checks, or other orders of payment, shall be paid to the order of "Southern Biosafety Association" and shall be signed by the treasurer, president, vice-president, or immediate past president.

The annual accounting period of Southern Biosafety Association funds shall begin on January 1 and end on December 31.

Prior to each annual business meeting, the accounts of the Southern Biosafety Association shall be verified by the treasurer and at least two other members of the governing board. The results of the audit shall be presented to the Board of Directors and shall be read at the annual business meeting.

SECTION V. OFFICERS AND BOARD OF DIRECTORS

Elective Officers- The officers of the Southern Biosafety Association shall be President, Vice-President, Treasurer and Secretary. The President and Vice-President shall serve a one year term, and the Treasurer and Secretary shall serve a two year term.

President - The President shall be the chief executive officer of the Association, shall have general charge and supervisions over and responsibility for the affairs of the Association, shall preside at all meetings of the Board as Chairperson; shall represent the general membership at professional functions; and mediate any disputes over procedural matters. Unless otherwise directed by the Board, all other officers shall be subject to the authority and supervision of the president. The President may enter into and execute in the name of the Association contracts or other instruments not in the regular course of business that are authorized, either generally or specifically, by the Board. The President shall have the general powers and duties of management usually vested in the office of the president of a corporation. The President may delegate from time to time to any other officer, any or all of such duties and authority.

Vice-President - The Vice-President shall have such duties and posses such authority as may be delegated to the Vice-President by the president.

Past President - The president of the preceding year shall become the past president and remain on the board of directors for continuity purposes.

Treasurer - The Treasurer shall have the responsibility and custody of the funds and securities of the Association and shall keep or cause to be kept regular books of account for the Association. The Treasurer shall pay all authorized bills against Southern Biosafety Association. The Treasurer shall submit an annual report and shall submit the accounts for audit by the Board. The Treasurer shall be responsible for filing any and all

tax records. The treasurer shall perform such other duties and possess such other powers as are incident to the office or as shall be assigned by the President or the Board.

Secretary - The Secretary shall cause notices of all meetings to be served as prescribed in these by-laws and shall keep or cause to be kept the minutes of all meetings of the Board. The Secretary shall perform such duties and possess such powers as are incident to the office or as shall be assigned by the President or the Board.

Board of Directors - The Board of Directors shall consist of the elective officers, the past president, and four elective directors. The directors shall serve a two year term.

In the first year of operation, two directors shall serve a one year term, and the other two shall serve a two year term. All subsequent terms for the director shall be two years.

Four members of the Board of Directors shall constitute a quorum for the transaction of committee business. The President shall preside at all committee meetings and shall perform other duties as may be directed by the Board of Directors. The Secretary shall keep an accurate record of all transactions of all meetings of Southern Biosafety Association and the Board of Directors and shall disseminate these minutes to all members.

In the event the President is unable to preside, they will designate a person to serve as interim President. Any Board member shall have the right to designate a specified alternate member to represent him/her at meetings. The designated alternate must be previously approved by the Board and shall have full voting rights. In the event of a vacancy of a seat on the Board due to a resignation of a member or if a current member cannot finish the term of his/her office, the designated alternate shall be named to the Board. In the event of a vacancy of an elected officer, the Board may make an appointment to the vacated office until the position is filled by regular elected ballot or by special election.

SECTION VI. ELECTION OF OFFICERS AND DIRECTORS

No person shall be nominated, elected or appointed to the position of an officer or Board of Directors unless at the time of such nomination, election or appointment, s/he is a member of Southern Biosafety Association.

The President shall appoint a chairman of the Nominating Committee. The chairman will appoint no more than two persons to the Nominating Committee and obtain approval by the Board of Directors. The chairman of the Nominating Committee shall call a meeting at least two months prior to the annual business meeting.

The Nominating Committee shall:

- A. Select at least one nominee for each elective office to be filled;
- B. Affirm in each case that the nominee is eligible to hold office for which s/he has been nominated and that s/he will serve if elected; and
- C. File a report of the nominations with the Board of Directors.
- D. Officers and Board of Directors shall be elected by a majority vote of the ballots returned by members. Nominating Committee shall follow up with a report to the Board of Directors regarding results of the election.

SECTION VII. COMMITTEES

Committees and their function shall be formed as needed and incorporated into the by-laws by the Board of Directors.

SECTION VIII. MEETINGS AND PROGRAMS

Meetings shall be held at least twice per year. These meeting will usually be held in the designated states of the south region (Texas, Louisiana, Arkansas, Oklahoma, or New Mexico) or other meetings may be scheduled outside of this region as necessary, such as at the annual ABSA national members meeting. The host organization and the location information for the meeting will be disseminated via email to the membership. Alternate forms of notification may be requested (mail, fax).

The final meeting of the year will be termed the annual business meeting. The new officers, Board of Directors, and committee members will be announced at this meeting and will begin their duties on January 1.

Speakers shall be selected to present topics on biological safety and related issues. The Board of Directors or President shall make the arrangements for the programs and speakers at each meeting.

SECTION IX. NEWS AND RELATED ANNOUNCEMENTS

Southern Biosafety Association shall have the right to disseminate reports of the Secretary, Treasurer or other reports, abstracts, announcements, or business of the organization, and any other papers or reports for distribution to the general membership.

SECTION X. DISPOSITION OF ASSETS

Neither members, Officers, nor Board of Directors shall receive any fee, salary or remuneration of any kind for their services in such capacities, provided, however, those individuals may be reimbursed for reasonable expenses incurred with approval of the Board upon presentation of vouchers. Upon the dissolution of the Southern Biosafety Association, the Board of Directors shall pay all liabilities and dispose of remaining assets to the members.

SECTION XI. AMENDMENTS TO THE BY-LAWS

Amendments to the by-laws may be presented by any member at a regular meeting. If approved by a majority of the members present, the amendments are to be presented and circulated with a ballot to all members. A two-thirds affirmative vote of the ballots returned shall be necessary for the adoption of any amendment.

SECTION XII. CONFLICT OF INTEREST

No contract or other transaction between the Association and one or more of its Board or officers, or between the Association and any other corporation, firm, association or other entity in which one or more of its Board or officers are directors or officers, or have a substantial financial interest shall be approved.

SECTION XIII. PARLIAMENTARY PRACTICES

Robert's Rules of Order shall govern parliamentary procedure at all meetings.

President

Director

Vice-President

Director

Treasurer

Director

Secretary

Director