

## **CHAPTER 1: GENERAL DISPOSITIONS**

### **Article 1: Denomination**

With the name of Society of Island Biology (hereafter, SIB) a non-profit association is constituted under the Spanish Organic Law 1/2002 of 22 March, which regulates the right of association, and complementary rules, with legal personality and full actuation capacity. For everything not provided in the present statutes the refereed law and the complementary dispositions of the Spanish legislation will be applied.

### **Article 2: Duration**

This association, which was founded in St. Denis, Réunion island (France), July, the 12<sup>th</sup> 2019, is established indefinitely.

### **Article 3: Goals**

SIB is an international, non-profit, independent association that has been created for the promotion of the knowledge, scientific research and public outreach concerning the Biodiversity, Biogeography, Evolution, Ecology, Conservation, Environmental Education and Ecological Restoration, and about both terrestrial and marine insular populations, species, communities and ecosystems. SIB has the following goals:

- a) Promote cooperation and knowledge integration among scientists working on different taxa and island systems, so that they may collaborate in the future and develop joint research projects.
- b) Promote communication among specialists in Island Biology, government administrations, the private sector, and environmental NGOs.
- c) Provide a recognizable voice to the collective of world island scientists so that they can be heard in those forums where decisions concerning the biodiversity of islands and archipelagos are taken.
- d) Advocate for the conservation of the biodiversity of islands in all those ambits where its survival may be in peril.
- e) Increase the interest and promote citizens' knowledge about island biology.

### **Article 4: Activities**

For achieving these goals SIB will develop the following activities:

- a) Promote the organization of meetings, congresses, symposia, and workshops, and publish books, journals, and other documents, relevant to the disciplines embraced by Island Biology.
- b) Create and give awards to scientists that have substantially contributed to the advancement of our knowledge of Island Biology.
- c) Promote career opportunities for young island biologists, creating the conditions for making possible their participation in meetings, visiting relevant research centers, and any other activity that enhances their education and career development.
- d) Promote the joint organization of activities with other associations with similar thematic ambit.
- e) Encourage the incorporation of new members.
- f) Undertake whatever other actuations that are considered to promote Island Biology.

#### **Article 5: Social address**

The provisional social address of SIB will be: Vicerrectorado de Investigación y Transferencia, Edificio Central, Universidad de La Laguna, calle Pedro Zerolo s/n 38204 San Cristóbal de La Laguna, Santa Cruz de Tenerife, Islas Canarias.

## **CHAPTER II: THE GENERAL ASSEMBLY**

#### **Article 6: Nature and composition**

The General Assembly is the supreme governing body of the association and will be integrated by all their members.

#### **Article 7: Meetings**

General Assembly meetings can be ordinary or extraordinary. The ordinary meetings will take place once a year, either face-to-face or via teleconference. Extraordinary meetings they will be held in the same way when circumstances advice it, either as: i)

President's initiative, ii) Board agreement or iii) when a tenth of the associates demand it.

#### **Article 8: Calls**

The General Assembly will be called with at least 15 days prior notice, expressing the place, date, and hour of the meeting and with a concrete agenda of the points to be discussed. A second Assembly call must be separated from the first by at least one hour.

#### **Article 9: Adoptions of agreements**

General Assemblies, both ordinary and extraordinary, will be valid when constituted in the first call with the assistance of one third of the associates with voting rights, and in the second call with whatever number of associates are present. Agreements will be taken by simple majority of associates present or represented, i.e. number of affirmative votes exceeds number of negative votes, without taking into account null votes, blanks, or abstentions. A qualified majority, i.e. when affirmative votes exceed all the other voting options, will be needed for the following agreements:

- a) The dissolution of the Association.
- b) The modification of statutes, including changes in social address.
- c) Disposition or transfer of assets.
- d) Approve, where appropriate, Board remuneration.

#### **Article 10: Powers**

Besides those already listed in Article 9, the powers of the General Assembly are the following:

- a) Approve the Board management
- b) Examine and approve the annual budget
- c) Choose the Board members
- d) Fix ordinary and extraordinary fees
- e) Any other task that is not the responsibility of a specific SIB entity.

### **CHAPTER III: THE BOARD**

**Article 11: Composition**

The association will be managed and represented by a Board, which will include a President, Vice-President, Secretary, Treasurer, and a variable number (6-10) of other Board members. All the Board positions will be non-compensated and may be designated and revoked by the General Assembly. Their mandate will be for three years, extendable to six.

**Article 12: Meetings**

The Board will meet as many times as determined by its President, or after the initiative or petition from, at least three Board members. The Board will be constituted when half plus one of their members participate, and valid agreements need majority approval. In case of tie, the President has a quality (i.e. tie-breaking) vote.

**Article 13: Powers**

The powers of the Board will extend to all the activities within the Association's goals that do not need, according to these statutes, express authorization of the General Assembly. Particular powers of the Board are:

- a) Lead the social activities and carry out the economic and administrative management of the Association, arranging the needed actuations and contracts.
- b) Execute the agreements adopted by the General Assembly.
- c) Communicate and ask for the General Assembly's approval of the annual budget.
- d) Resolve the admission of new members.
- e) Nominate delegates to undertake official activities on behalf the Association.
- f) Any other power without the exclusive competence of the General Assembly.

**Article 14: President**

The President has the following attributions:

- a) To be the legal representative of SIB before any public or private body.

- b) To call, chair, and close the General Assembly and Board meetings, as well as to direct and moderate their deliberations.
- c) To order the payments and to authorize with his/her signature documents, minutes, and correspondence.
- d) To adopt any urgent measure needed for the good progress of the Association, without prejudice to a later account to the Board.

**Article 15: Vice-President**

The Vice-President will substitute the President's functions in his/her absence, either due to sickness or any other reason, and will have the same powers.

**Article 16: Secretary**

The Secretary will be responsible for the administrative work of the Association, will issue certifications, will be in charge of the Association's books and the associates list, will guard the Association's documents, and will comply with documentary obligations in the terms that legally correspond.

**Article 17: Treasurer**

The Treasurer will collect and guard the Association's funds and will comply the payment orders issued by the President.

**Article 18: Other Board members**

The remaining members of the Board will have the obligations inherent to their positions, as well as those that emerge from the work delegations or commissions assigned to them by the Board.

**Article 19: Casualty and substitution regime**

Board members may withdraw by voluntary resignation communicated to the Board in writing, or be removed due to the non-fulfilment of their required obligations. Vacancies will be provisionally filled by other Board members until the final election by the General Assembly, called with that aim. They also may withdraw due to the

expiration if their mandate, in which case they will continue in their positions until the acceptance of their substitutes.

## **CHAPTER IV: MEMBERS**

### **Article 20: Requirements**

All those persons interested in the Association goals and with the ability to act may belong to SIB.

### **Article 21: Members types**

Within the SIB three types of members may exist:

- a) Promoters or founders: those that have participated in the act of founding the SIB
- b) Regular members: those incorporating after the formal constitution of the SIB.
- c) Honorary members: those that, due to their lifetime contributions to Island Biology or their contribution to the development of SIB, are credited with such distinction. Nominations will be considered by the General Assembly based on a candidature prepared by the Board.

### **Article 22: Withdrawal**

Members may withdraw for any of these reasons:

- a) By voluntary resignation, communicated in writing to the Board.
- b) By non-fulfilment of his/her financial obligations, after failure to pay fees within 12 months of the expiration of their current membership.

### **Article 23: Rights**

Founder and regular members will have the following rights:

- a) To participate in whatever activities SIB organizes for the fulfillment of its goals.
- b) To enjoy of all the advantages and benefits that SIB may obtain.
- c) To participate in the General Assemblies with voice and vote.
- d) To choose and be chosen in elections for Board positions.
- e) To be informed of all the agreements adopted in SIB organs.

- f) To make suggestions to the Board for the better fulfillment of SIB's goals.

#### **Article 24: Duties**

Founder and regular members will have the following duties:

- a) To comply with the present statutes and the valid agreements reached by General Assembly and Board.
- b) To pay the agreed fees.
- c) To carry out, where appropriate, the obligations inherent to the position they occupy.

#### **Article 25: Rights and duties of honorary members**

Honorary associates will have the same rights and duties as other associates, except that they are exempt of paying fees.

### **CHAPTER V: THE ECONOMIC REGIME**

#### **Article 26: Economic resources**

The economic resources planned for the development of SIB goals and activities will be:

- a) Membership fees.
- b) Institutional grants.
- c) Donations, legacies, and inheritances that may be received from associates or third persons.
- d) Any other licit resource.

#### **Article 27: Heritage**

The Association, at the moment of constitution, lacks heritage.

#### **Article 28: Duration of the exercise**

The associative and economic exercise will be annual and will end the 31<sup>st</sup> of December.

## **CHAPTER VI: DISSOLUTION**

### **Article 29. Dissolution**

The Association will dissolve voluntarily when so decided by an Extraordinary General Assembly called with this proposal, in accordance with the provisions of the article 9 of the present statutes.

### **Article 30: Liquidation and destination of the remainder**

In case of dissolution, a settlement commission will be formed. Once the debts are extinguished, the liquid surplus will go to goals that do not pervert the non-profit nature of the Association.