

Proposed Amendments to the ICIS Bylaws

July 2024

OVERVIEW:

The purpose of committees, whether standing or ad hoc, is to serve the needs of the Society and aid the Council in doing its work. Over time needs may change. Yet, because Standing Committees are enumerated in the bylaws, changing or eliminating them requires a vote of the membership. Only absolutely necessary committees need be standing committees.

In March of this year the Council discussed several changes to the standing committees to better reflect the society’s current needs. The Managing Director then worked with the Executive Committee to document the proposed changes, which are outlined here. The Council approved the proposal in June and are now submitting it to a vote of the membership.

ANALYSIS:

The following table shows the existing language and proposed changes, which are highlighted in red. The comments column includes additional rationale.

Current Bylaws	Proposed Bylaws	Comments
1. The Society shall have such Standing Committees as the Bylaws provide and may have such other Committees as may be required and are established from time to time by the Council. The Duties and responsibilities of each Committee shall be those usually implied by their titles and such others as specified by the Bylaws or by the cognizant body; and their purpose is to aid the Council in the performance of their functions and in achieving the mission of the Society.	1. The Society shall have such Standing Committees as the Bylaws provide and may have such other Committees as may be required and are established from time to time by the Council. The Duties and responsibilities of each Committee shall be those usually implied by their titles and such others as specified by the Bylaws or by the cognizant body; and their purpose is to aid the Council in the performance of their functions and in achieving the mission of the Society.	No Change
2. The Standing Committees accountable to the Council shall be: a) Awards (with two subcommittees focusing on awards previously given by the ISICR and the ICS); b)	2. Membership and Manner of Appointment. Standing committees shall consist of a Chairperson and at least six additional	Combined sections 2 and 3 and removed the list of committees here for brevity. Committees are listed in section 5 with their descriptions.

<p>Development; c) Finance; d) Membership; e) Publications; f) Scientific Meetings; g) Nomenclature, h) Standards. i). Membership, j) Nominations.</p> <p>Standing Committees shall consist of a Chairperson and at least six additional Members.</p> <p>Only Members shall serve on Committees.</p>	<p>Members. Only members of the society shall serve on Committees.</p> <p>Unless specified otherwise by the Bylaws, the Chairperson of the Standing Committees shall be appointed by the President with the consent of Executive Committee, and appointment of additional Members of the Committee shall be made by the President in the same manner and with the advice of the Chairperson of the Committee concerned.</p>	<p>Changed the appointment language to read, “consent of Executive Committee” instead of consent of the full Council.</p>
<p>3. Manner of Appointment. Unless specified otherwise by the Bylaws, the Chairperson of the Standing Committees shall be appointed by the President with the consent of the Council, and appointment of additional Members of the Committee shall be made by the President in the same manner and with the advice of the Chairperson of the Committee concerned.</p>		<p>Combined with section 2.</p>
<p>4. Terms of Office. Unless specified otherwise by the Bylaws, the terms of office of all Members of the Standing Committees, including Chairs, shall be three years, renewable. The terms of office of other than standing Committees shall be for the duration of existence of the Committee as specified by the Council.</p>	<p>3. Terms of Office. Unless specified otherwise by the Bylaws, the terms of office of all Members of the Standing Committees, including Chairs, shall be 3 to 5 years, renewable. The terms of office of other than standing Committees shall be for the duration of existence of the Committee as specified by the Council.</p>	<p>Propose changing the term length from “three years” to: “3 – 5 years, renewable.” This provides flexibility and assures we can stagger terms.</p>
<p>5. Reports. The Chairpersons of Standing Committees render an annual report to the Council, to be received by the Secretary at least thirty days following the Annual Meeting of the Society. Chairpersons of other than Standing Committee shall render a report to the President upon completion of its assigned function. Committee reports may be published in the Society’s publications or</p>	<p>4. Reports. The Chairpersons of Standing Committees render an annual report to the Council, to be received by the Secretary at least thirty days following the Annual Meeting of the Society. Chairpersons of other than Standing Committee shall render a report to the President upon completion of its assigned function. Committee reports may be published in the Society’s publications or other</p>	<p>No change, except section number.</p>

<p>other appropriate places, when authorized by the Council.</p>	<p>appropriate places, when authorized by the Council.</p>	
	<p>5. Standing Committees accountable to the Council shall be:</p>	
	<p>5.1 Awards The Awards Committee shall oversee the Society's awards program, including establishing nomination procedures, evaluating candidates, and selecting the recipients.</p>	<p>The existing bylaws don't include a paragraph for the Awards Committee, although it was named in Section 2 above.</p> <p>Deleted the now obsolete clause: "with two subcommittees focusing on awards previously given by the ISICR and the ICS."</p>
<p>6. Development Committee. The Chair, with the consent of the President, may appoint additional members to the Committee as needed. The Development Committee is responsible for: (a) developing plans for the Society over the next few years; (b) coordinating Society activities affecting corporations; (d) soliciting Sustaining Members; (e) recommending benefits for Sustaining Members; (f) improving communication between the private sector and the Society; (g) coordinating transfer of information regarding administration and solicitation of support from past scientific organizing committee (SOC) to future (SOC).</p>	<p>5.2. Development Committee. The Chair, with the consent of the President, may appoint additional members to the Committee as needed. Members of this committee shall be reviewed by the Executive Committee every 3 years.</p> <p>The Development Committee is charged with raising funds and resources to further the Society's mission and growth. It is responsible for identifying and cultivating prospective donors, including individuals and corporations, and engaging Council members and other volunteers in the fundraising process.</p>	<p>Added a review process to the committee make up. This is more consistent with other committees.</p> <p>Changed the description to better describe the current practice.</p>
<p>7. Scientific Meetings Committee. The Scientific Meetings Committee shall be composed of the Scientific Meetings Director, acting as the Chairperson, and six members appointed by the President with approval of the Council ; two of these members will represent the Organizing Committees of the first-to-come Annual Scientific Meeting; two will represent the Organizing Committee of the next Annual Scientific Meeting; two will represent the long-term scientific interest of</p>	<p>5.3. Scientific Meetings Committee. The Scientific Meetings Committee shall be composed of the Scientific Meetings Director, acting as the Chairperson, and six or more members appointed by the President with consent of the Executive Committee. Two of These members will represent the long-term scientific interest of the Society and be responsible for preliminary planning of future Annual Scientific Meetings. The remaining</p>	<p>Changed the approval process to, "consent of Executive Committee" for consistency.</p> <p>Added sentence reiterating chair and annual meeting co-chairs are ex-officio Council members. This is also stated in Article III, but this ensures it is not overlooked.</p>

<p>the Society and be responsible for preliminary planning of future Annual Scientific Meetings. The terms of committee membership will be 3 years and may be renewed. The Committee will develop the programs for the Annual Scientific Meetings, including topics and contributors for major sessions and selection of preferred papers. The composition of the Committee shall be revised at each Annual Scientific Meeting.</p>	<p>members will be the co-chairs representing the Organizing Committees of approved future Annual Scientific Meetings.</p> <p>The terms of committee membership will be 3 years, renewable, except for the Annual Scientific Meeting Co-Chairs who will serve until the conclusion of their annual meeting.</p> <p>The Chairperson and Annual Meeting Co-Chairs are ex officio members of the Council (see Bylaws Article III, Section 2).</p> <p>The Scientific Meetings Committee will develop the programs for the Annual Scientific Meetings, including topics and contributors for major sessions and selection of preferred papers. The committee is responsible for recommending the Chairpersons and locations of future Annual Scientific Meetings.</p>	
<p>8. Publications Committee. The Publications Committee shall be composed of a Member of the Council, acting as the Chairperson, and six further members all appointed by the President with approval of the Council. The duties of the Publications Committee shall be a) to interact with the Editorial Board of any Scientific Journals published under the aegis of the Society, b) to evaluate the current scientific level of such Journals and advise the Council concerning possible actions to be undertaken in that respect, c) to arrange for maintenance and updating of the Society's Website.</p>		<p>Propose creating new committee: Publications & Communications</p> <p>See Section 5.6 below.</p> <p>Update the charter to encompass oversight of the Signals+ newsletter, the website, and other communications activities – as well as interaction with journals.</p>
<p>9. Finance Committee. This Committee shall consist of the Officers of the Society and two Members appointed by the President, with approval of the Council, to serve 3-year terms. The Treasurer</p>	<p>5.4 Finance Committee. This Committee shall consist of the Officers of the Society and two Members appointed by the President, with consent of the Executive Committee, to serve 3-year terms. The</p>	<p>No change, except regarding “consent of Exec Com” for consistency and to re-number as section 5.4</p>

<p>shall serve as Chairman of the Committee. The Managing Director/Management Group representative shall attend the meetings of the Committee as a non-voting member.</p> <p>The duties of the Finance Committee are: (a) prepare an Annual Budget and present it to the Council; (b) revise and amend the budget as required; (c) monitor all financial activities (including investments and expenses for publications and meetings) and provide guidance as required or requested, and arrange for an annual accounting; (d) devise and implement mechanisms for all financial operations and recommend financial policies to the Council; (e) report all Finance Committee actions at each Council Meeting and submit an Annual Report; (f) assess the need for changes in annual dues for the forthcoming calendar year, for each class of Membership, and submit proposed changes for approval to the Council.</p>	<p>Treasurer shall serve as Chairman of the Committee. The Managing Director/Management Group representative shall attend the meetings of the Committee as a non-voting member.</p> <p>The duties of the Finance Committee are: (a) prepare an Annual Budget and present it to the Council; (b) revise and amend the budget as required; (c) monitor all financial activities (including investments and expenses for publications and meetings) and provide guidance as required or requested, and arrange for an annual accounting; (d) devise and implement mechanisms for all financial operations and recommend financial policies to the Council; (e) report all Finance Committee actions at each Council Meeting and submit an Annual Report; (f) assess the need for changes in annual dues for the forthcoming calendar year, for each class of Membership, and submit proposed changes for approval to the Council.</p>	
<p>10. Standards Committee. The Standards Committee shall consist of a Chair and up to 6 members of the Society, appointed by the President with the approval of the Council. The Standards Committee shall assist and advise the international scientific community as to the standardization of quantification methodology of cytokines and interferons. They shall interact with the World Health Organization with respect to identifying and defining reference materials for cytokines, cytokine receptors and corresponding ligands involved in induction of cytokines.</p>		<p>Remove from Bylaws.</p> <p>As the field has matured, the ICIS is rarely called upon to address standards.</p>
<p>11. Nomenclature Committee.</p>		<p>Remove from Bylaws.</p>

<p>The Nomenclature Committee shall consist of a Chair and up to 6 members of the Society appointed by the President with the approval of the Council. The Nomenclature Committee shall advise the international scientific community as to the appropriate classification of genes as interferon or interleukin genes. They shall evaluate the data in support or against such designations and they shall inform the major scientific journals if genes are to receive the interleukin or interferon designation.</p>		<p>Similarly, in a mature field, nomenclature is well-defined.</p>
<p>12. Membership Committee & Communications Committee. The Membership & Communications Committee shall consist of two Co-Chairs or a Chair and up to 10 members of the Society appointed by the President with the approval of the Council. The Scientific Program Committee Chairs of all confirmed future Annual Meetings will be appointed to the Membership / Communications Committee with the goal of increasing awareness about the Society and increasing membership in the local area where the future Annual Meeting will be held. The Membership & Communications Committee shall advise the Officers and Council as to steps needed to retain and expand the membership base. The Committee shall also make recommendations with regard to dues and other fees that might affect membership.</p>		<p>Remove from the Bylaws. Duties are handled as noted below.</p> <p>The Managing Director/ Management Group:</p> <ul style="list-style-type: none"> • Works with the Annual Meeting Co-Chairs to, “<i>increase awareness about the Society and increase membership in the local area where the future Annual Meeting will be held</i>” • Carries out the administrative functions to retain and expand the membership base. <p>The Communications responsibilities are better addressed under a newly formed “Publications and Communications Committee.”</p> <p>See section 5.6 below.</p>
<p>13. Nominations Committee. The Nominations Committee shall consist of 6 members of the Society elected by a vote of the membership. The role of the Committee shall be to: 1) identify ‘job</p>	<p>5.5 Nominations Committee. The Nominations Committee shall consist of 6 members of the Society elected by a vote of the membership.</p>	<p>No change, except to renumber as section 5.5.</p>

<p>description' for each officer, Council nominees and future Nominations Committee members and suggested attributes desirable for the candidates 2) solicit the broadest input for the officer slate, i.e. ask the membership for names of candidates 3) confirm that each candidate agrees to be nominated and will serve a full term if elected.4) require each nominee to prepare a brief statement of suitability for position 5) submit a slate of candidates to the Council for confirmation</p>	<p>The role of the Committee shall be to: 1) identify 'job descriptions' for each officer, Council nominees and future Nominations Committee members and suggested attributes desirable for the candidates 2) solicit the broadest input for the officer slate, i.e. ask the membership for names of candidates 3) confirm that each candidate agrees to be nominated and will serve a full term if elected.4) require each nominee to prepare a brief statement of suitability for position 5) submit a slate of candidates to the Council for confirmation</p>	
	<p>5.6 Publications & Communications The Publications & Communications committee shall serve to include:</p> <ul style="list-style-type: none"> • Oversee and maintain Society-dependent public-facing communications vehicles, including online newsletters, social media accounts, web sites, etc. • Foster, develop and evaluate Interactions with the Editorial Board of any Scientific Journals with which the Society has a partnership or other relationship. 	<p>As noted above, a new committee titled Publications & Communications is proposed.</p> <p>The Council's feedback is requested as to whether this committee should be a standing committee in the bylaws – or simply an ad hoc committee like the ECR committee.</p>

RECOMMENDATION: The ICIS Council recommends approval of the proposed bylaws amendments.