
Society for Personalized NanoMedicine

(SPNM)

Bylaws of the Society

MISSION STATEMENT

Nanotechnology for Medicine (Nanomedicine) is one of the most important emerging multidisciplinary fields of Science and Technology with an emphasis to advance the state of the art in Medicine. Personalized Nanomedicine aims to tailor medical intervention to patient- and disease- specific needs. Founded in 2013, the mission of the SPNM is to: promote research, serve as a source of information of current applications of nanotechnology and foster exchange of information and ideas on Personalized NanoMedicine by holding an annual Personalized Nano-Medicine Symposium Conference and maintaining a Society web site www.s-pnm.org. Our vision and goal is to bring cross-disciplinary research to come together as a society in order to expand our understanding of current applications of nanotechnology. This includes reconstructive surgery, targeted therapy, the latest research on nano-devices, drug development and delivery, and the use of microelectronics and high precision lithography for the production of nanocomposites for personalized medical use. SPNM will host a symposium on a yearly basis in order to accomplish the goals mentioned previously. SPNM will also promote translational research that focuses on the interactions of the human immune system, substance abuse, HIV infection and cancer in order to create a solid ground for the development and application of groundbreaking nanomedical devices and systems for superior diagnostic and treatment. SPNM encourages financial support from funding agencies, industry, and the SPNM membership to successfully accomplish its mission.

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BYLAWS

Article 1. Name, Mission, and Nonprofit Status

1. The name of this society shall be the Society for Personalized NanoMedicine (SPNM)
2. MISSION STATEMENT. The mission of the SPNM is to: promote research, serve as a source of information of current applications of nanotechnology and foster exchange of information and ideas on Personalized Nano-Medicine by holding an annual Personalized Nano-Medicine Symposium Conference and maintaining a Society web site (www.s-pnm.org). Our vision and goal is to bring cross disciplinary research to come together as a society in order to expand our understanding of current applications of nanotechnology. This includes reconstructive surgery, targeted therapy, the latest research on nano-devices, drug development and delivery, and the use of microelectronics and high precision lithography for the production of nanocomposites for personalized medical use. SPNM will also promote translational research that focuses on the interactions of the human immune system, substance abuse, HIV infection and cancer in order to create a solid ground for the development and application of groundbreaking nanomedical devices and systems for superior diagnostic and treatment. SPNM encourages financial support from funding agencies, industry, and the SPNM membership to successfully accomplish its mission.
3. The Society shall be a NONPROFIT ORGANIZATION.
 - a. The organization is organized exclusively for scientific purposes under section 501 (c) (3) of the Internal Revenue Code.
 - b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code
 - c. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article 2. Executive Committee and Board of Directors

1. The society shall have five officers, President, President-elect, Past President, Secretary, and Treasurer. These officers along with founding President shall comprise the EXECUTIVE COMMITTEE of SPNM and the President will serve as chair. The Executive Committee, in consultation with the Council (see below), shall be responsible for the day-to-day operation of the Society and the entire executive committee must approve all actions taken by individual members

2. of the committee. The executive committee will also serve as the BOARD OF DIRECTORS of the Corporation.
3. The PRESIDENT shall serve a 1 year term. The President will have primary responsibility for the scientific meeting and other activities of the Society. The President shall act on behalf of SPNM and in consultation with the Council and Executive Committee. The President in consultation with the Council and Committees shall plan and implement the Society's regular scientific meeting and will also represent SPNM in discussions with the general public and scientific communities.
4. The PRESIDENT-ELECT shall serve for 1 year before becoming President. During this time he/she will serve as a member of the Executive Committee and assist the President in the day-to-day operation of the society.
5. The PAST PRESIDENT shall serve for 1 year subsequent to being President. During this time he/she will serve as a member of the Executive Committee and assist the President in the day-to-day operation of the society.
6. The SECRETARY shall serve for 3 years. The duties of the secretary shall include: a) recording minutes of all business and Council meetings; b) maintaining society records; c) handling correspondence of the Society.
7. The TREASURER shall serve for 3 years. The duties of the Treasurer shall include: a) collecting dues, registration fees, etc.; b) handling financial arrangements for meetings; c) dispensing funds to pay SPNM expenses; d) preparing and submitting a yearly financial report at the Society's regular scientific meeting.
8. The founding President will serve as life-time President Emeritus with voting rights.
9. VACANCIES. Should the Office of President become vacant, the President-Elect shall become President and serve the remainder of the term as well as the succeeding term. Should the position of President-Elect become vacant between the annual election and Annual Meeting, the newly designated President-Elect shall assume office. Should the office of President-Elect become vacant between the Annual Meeting and annual election, or if the President-Elect designate shall be unable to assume office, Council shall by majority vote elect a member of Council to serve in an interim capacity until a replacement can be elected. Should the Office of Secretary or Treasurer become vacant between the annual election and meeting, the newly elected Secretary or Treasurer shall assume office upon the vacancy. If the Office of Secretary or Treasurer becomes vacant before the election, The Council shall by majority vote elect a Councilor to serve in an interim capacity for the vacant office until the next duly elected candidate assumes the office of Secretary or Treasurer.

Article 3. Council and Governance

1. The Society shall be governed by the COUNCIL. This body shall be composed of the Executive Committee (consisting of six members) and ten COUNCILORS. Five of the Councilors will be at-large members. The remaining five Councilors will be elected chairs of the key standing committees for Meetings, Membership, Communications, Underepresented Groups and Early Career Investigators. Of the ten Councilors, at least two will be from outside the United States.
2. Councilors shall serve a 3-year term, shall be members of the society, and shall be representative of the Society's interdisciplinary membership. The Council shall meet at the regular scientific meeting for the purpose of setting policy, goals, actions, and initiatives of the Society. As stated

above, the day-to-day operation of the Society is the responsibility of the President and Executive Committee in consultation with the Councilors.

3. The Council may be expanded by APPOINTED COUNCILORS (up to 4) for the purposes of enhancing the society governance. These councilors are non-voting members of the council. These appointments are at the discretion of the Council and appointed councilors are appointed for one year, renewable for 1 additional year, according to the guidelines in the Society Policies and Procedures handbook.
4. The business year for SPNM will be 1 year in length. This will coincide with the calendar year. The length of the business year can be adjusted by a majority vote of the Council.
5. VACANCIES. Should an elected chair of a key standing committee (Meetings, Membership, Communications, Underepresented Groups and Early Career Investigator) become vacant, Council shall either schedule a replacement election as soon as possible or, by majority vote, elect a member of Council to serve in an interim capacity until the annual election and a replacement can be elected. Should an at large Councilor position be vacant, this position may remain vacant until the next election. In either case, those elected to these positions begin a new 3-year term.

Article 4. Committees

1. The Society shall have various STANDING COMMITTEES appointed by the council to facilitate the various initiatives of the Society. These committees can include, but are not limited to, the: a) Meetings committee; b) Membership committee; c) Communications committee; d) Early Career Investigators committee, e) Committee on Underrepresented Groups, f) Finance and Audit committee; g) Nominating committee, h) Public Relations committee, and i) Awards committee.
2. In addition, the President, with approval of the Executive Committee, may appoint various Ad hoc committees to assist in the Society's business. These committees may consist of both members and non-members of the Society.

Article 5. Newsletter and Web Page

1. A Society NEWSLETTER will be distributed at least annually. The Council in coordination with the Communication Committee will appoint an EDITOR to serve one-year renewable terms. The composition and content of the Newsletter will be the responsibility of the Editor in consultation with the Committee and the Council.
2. A Society WEB PAGE will be developed by a WEBMASTER appointed by the Council in coordination with the Communications/ Publications Committee. The Web Page will publicize the initiatives and activities of the Society and disseminate expert information on the science of personalized nanomedicine.

Article 6. Election of Officers and Councilors

1. The NOMINATING COMMITTEE shall be composed of a chair, who is the Secretary of the Society, and the other members of the Society Executive Committee.
2. A request for nominations for officer and councilor terms that are ending according to the timetable in Article 6.6 shall be sent to the Members with a request for nominations. The nominating committee shall then develop a slate of nominees (who must be members in good

standing of the society. There may be one to three nominees for each office. The nominating committee should take into consideration the representation of scientific disciplines, with due regard to proposals received. The proposed slate of nominees shall then be announced to the membership.

3. Additional nomination may be made by petition of 10 members of the society in good standing and must be received by the nominating committee within 2 weeks following announcement of the slate of nominees.
4. Ballots shall be sent via email to all charter, regular, and emeritus members at least 2 months prior to the regular scientific meeting with a return deadline of 1 month. Marked ballots shall be returned via email or land mail to a designate of the secretary for verification and recording.
5. Election of nominees shall be by a simple plurality of the votes cast. In case of a tie vote, the council shall decide the winner by majority vote.
6. The TERMS OF OFFICE are as follows. The president, president-elect, and past-president will serve a term of 1 year. The secretary and treasurer will serve terms of 3 years. The councilors will serve staggered terms of 3 years with no more than half of the council turning over in any one year. The secretary may serve multiple consecutive terms; the treasurer may serve a maximum of 3 consecutive terms, while other officers and councilors may serve no more than two consecutive terms.
7. REMOVAL FROM OFFICE. An Officer or Councilor who is found to carry out the duties of office in a manner counter to the interests of the Society may be removed from office by vote of 66% of the other Council members.

Article 7. Membership and Dues

There shall be five classes of membership in the SNIP: 1) Patron member; 2) regular member; 3) student member.

1. A PATRON MEMBER will be a strong advocate and supporter of the Society and will contribute a one-time, single payment, lifetime membership fee of \$2,500 or more; annual dues will not be subsequently required. A Patron Member will be a significant contributor to the field of Personalized NanoMedicine and will serve as a life-long supporter of the Society.
2. A REGULAR MEMBER will normally hold a terminal degree in the individual's discipline and will have a record of scientific publications in the field of nanotechnology. Exceptions will be made for those individuals without terminal degrees who have made significant contributions to the advancement of the field. Applications for regular membership will be made in writing to the secretary. All applications shall be reviewed by the Membership Committee that must approve each new member. A list of membership nominees will be sent to Council for final approval. Regular members will be able to hold office, submit papers to the regular scientific meeting, and will have full voting privileges. The amount of dues will be proposed and set by a vote of the Council.
3. A STUDENT MEMBER will be a pre- or post-doctoral trainee, medical student, or resident physician who is conducting active research in the field. A recommendation to the Membership Committee by the trainee mentor or supervisor is required. Student members have no voting privileges. The annual dues for a student will be less than a regular member.

4. An AFFILIATE MEMBER will be an individual or corporation not wishing to be a member of the society, but wishing their names and addresses included in the membership list for reference purposes. Applications must be made in writing to the Secretary and reviewed and approved by the Membership Committee and Council. Affiliates may participate in the regular scientific meeting but cannot hold office in the Society and do not have voting privileges. The annual dues for an affiliate member are the same as the regular member.
5. A CORPORATE MEMBER will be a corporation or other organization wishing to support the mission and goals of the Society through the donation of unrestricted funds. The Council will set the various levels of support.
6. The deadline for payment of annual dues is January 1st of each year. Nonpayment of dues for one year shall be considered equivalent to a request for resignation from the Society. Membership can be reinstated upon resolution of the reason for termination including the payment of back dues.
7. All classes of membership in SPNM are entitled to a reduced registration fee for the regular scientific meeting.
8. Expulsion. In extraordinary circumstances Council may expel from the Society a member whose actions are counter to the purposes of the Society. Said member shall be given written notice of expulsion and the reasons therefore, and shall have the right to appeal to Council.

Article 8. Financial

1. Dues will be used to pay for the general expenses of running the Society as well as costs associated with running the regular meeting of the Society. These expenses can include items such as postage, printing, rental of rooms, supplies, legal, travel, and accounting costs.
2. Other sources of revenue for the Society are meeting registrations fees, advertisements on the Society web page, and funding from government, industry, and private foundations. Obtaining funds from these sources shall be the responsibility of the President, Executive Committee and the Council. As indicated in the Handbook, the President is the official signatory for any documents pertaining to society business or actions, excluding federal grant applications that are to be signed by the SPNM Treasurer and submitted through SPNM.
3. The financial assets, revenues, expenditures, and capital funds of the Society shall be reviewed annually by an independent Certified Public Accountant. A financial statement of the Society shall be presented to the membership at the annual business meetings.

Article 9. Regular Scientific Meeting

1. One scientific meeting will be held every year and shall be organized by the President in consultation with the Council. The interval between meetings can be changed by vote of the Council. This meeting will be held on a rotating basis at various geographical locations. Attempts will be made to periodically hold the meeting concurrently with a major national or international scientific organization.
2. The MEETING FORMAT may include symposia, workshops, platform presentations, roundtable discussion, and poster sessions. All papers submitted by members (except affiliate members) shall be included in the program without being subject to a review process.

3. The BUSINESS MEETING of the Society shall be held at the regular scientific meeting. The President shall be responsible for arranging and conducting the business meeting. The Secretary shall be responsible for recording the minutes of the business meeting. All the officers of the Society shall report on his/her activities for the Society during the past year.
4. The treasurer shall present the financial statement of the Society. A quorum for this meeting is defined as 1/10 of the eligible voting membership. Resolutions will require a simple majority to pass.

Article 10. Implementation and Changes

1. The initial bylaws were circulated for approval to individuals who have in the past actively been involved in promoting the mission and founding of the society and to others who indicated such an interest in writing. Ratification required, and received, approval by more than 50% of the responders.
2. The SPNM Handbook details the Policies and Procedures to be followed in carrying out these Bylaws and the business and operation of the society.
3. Processes for Changing Bylaws and Handbook
 - a) All additions and changes in SPNM Bylaws must be agreed upon by a majority of the Council after which appropriate proposals are submitted to the SPNM membership for approval by a simple-majority vote. Handbook guideline changes need only be approved by majority vote of Council.
 - b) Suggestions for changes in the SPNM Bylaws and Policies and Procedural guidelines in the Handbook may be made by any SPNM member at any time, but preferably at the Annual Meeting. These suggestions must be called to the attention of the President who will direct discussions and the decision-making process related to these suggestions. Once a formal request for Bylaws of Handbook changes has been presented to the President, he/she will formulate the matter(s) appropriately and present them to Council for discussions and decisions according to the procedures outlined above.