



European Peptide Society

No Profit Scientific Society
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Bylaws of the European Peptide Society (EPS)

approved by the General Assembly on May 12, 2023

Based on the Statutes of the EPS of 25 March 2012 (Italian original and English translation) used for the official registration of the EPS in Prato/Florence, Italy. First modified according to suggestions by the Executive Committee of March 20, 2018, revised and approved by the General Assembly on May 22 and August 27, 2018. Last modified according to suggestions by the Executive Committee of March 30, 2022, approved by the General Assembly on May 23, 2022 in the presence of the Notary E. Benedetto.

These Bylaws consider whatever is pre-specified in the Statutes and complement these in areas not specified. *Text in italics corresponds to the translation of the official Italian EPS statutes with some minor corrections*, normal text are additions.

1. Name and Headquarters

1.1. It is constituted a scientific Society named European Peptide Society (also known as EPS) with domicile in Prato (Italy). Any modification of the domicile within the municipality doesn't constitute a modification of the Statute. The Executive Committee could transfer the domicile, set up offices, branches in other locations that could be determined by the Executive Committee itself.

1.2. The operational seat is in Italy.

1.3. The Society is also available via internet on the website.

2. Mission and Goals

2.1. The European Peptide Society is a non-political and non-profit organization with the objective of coordinating, promoting and representing at the international level, before other similar organizations and / or institutions, the advancement of research and training in the science of peptides in Europe and in other extra-European countries.

2.2. The EPS may organize international scientific meetings, may support the organization of national meetings and training courses, may publish and disseminate knowledge on all aspects of peptide science, providing expertise to legislators and standardization panels, and maintaining contacts or associating or affiliating with other entities or societies of any nature or kind with similar scopes to EPS or strategic for it.

2.3. The Society may also undertake the activity of offering services which are in accordance with the aims of EPS.

3. Duration

3.1. The Society is permanent and can only be dissolved by resolution of the General Assembly in Extraordinary Session.

4. Organization and Structure

4.1. The EPS is a Society open to all academic peptide scholars that operate in countries of the European continent and in extra-European countries. If, with reference to each European country, at least seven (7) ordinary members are present among the ordinary members, they may request to be represented by their delegate who will assume the status of effective member with voting rights for the same country (so-called "Associated Country").

The application shall be submitted to the Secretary of the EPS who will submit it to the Executive Committee. The Executive Committee will approve the request if the eligible criteria for admission are met. In the case of resignation of a delegate, the country, which was represented by the resigning delegate, shall nominate and elect a new delegate who will be presented to the General Assembly by the Secretary of the EPS.

4.2. The governing bodies are:

- a) The General Assembly*
- b) The Executive Committee*

4.3. All social positions are free of charge, except for reimbursement of documented expenses made on behalf of the Society. The expenses shall be approved by the Executive Committee.

Constituent countries of the EPS are countries of the European continent and some countries that have joined the EPS by invitation. Criterion for a European country to become associated with the EPS is a minimum of seven registered ordinary members (see § 4.1 above).

At present, the following countries are the constituent countries of the EPS: Austria, Belgium, Bulgaria, Croatia, Czech Republic, Denmark, Finland, France, Germany, Greece, Hungary, Ireland, Israel, Italy, The Netherlands, Norway, Poland, Portugal, Russian Federation, Slovakia, Slovenia, Spain, Sweden, Switzerland and the United Kingdom. The updated list is found in Annex 1.

5. Members

5.1. Three categories of members are identified:

a) Ordinary Members:

Any academic peptide scholar can apply for admission to the Society as an ordinary member if he/she can demonstrate to actively perform research in peptide science and to be co-author of at least one publication in the scientific press in the field of peptide science. These members do not have the right to vote in the General Assembly but can benefit from the activities of the Society.

In addition, membership can be granted to those demonstrating to be active in industrial activities related to peptide research (instrumentation, analysis, purification, production, etc). Such applications will be reviewed by the Secretary and are subject to additional information requests. PhD students without a publication or MA students with a publication (but not BA students) will be accepted as members on the recommendation of their academic promoter. Applicants are responsible for sending this recommendation to the EPS Secretary at the latest two weeks after the application, otherwise the application will be deleted.

b) Honorary Members:

Any physical or juridical person which has been designated by the General Assembly to be worthy to participate in the Society. These members do not have the right to govern the Society but can benefit from the activities of the Society. The Executive Committee will check any nomination and present it to the General Assembly for election.

c) *Effective Members:*

1. *The members of the Executive Committee*
2. *The Editor-in-Chief and the Deputy Editor of the “Journal of Peptide Science”*
3. *Only one Delegate (National Representative) per “Associated Country”.*

Only Effective Members have the right to participate and vote in the General Assembly.

Ordinary EPS members from a country who have registered until the announcement of the call for nomination are eligible for voting on their country's Delegate. Those registering after this date will be able to participate in the next vote.

If the Delegate from a country moves permanently or for an undetermined period to another country, a new Delegate will be elected.

Re-election of a country's Delegate is possible for only another four-year period, after which the Delegate must resign. Re-election at a later time period (after at least four years have elapsed) is possible.

The Executive Committee can invite guests without voting rights to the General Assembly, e.g. an ordinary member of a country whose elected Delegate is absent.

5.2. Each member undertakes to respect the rules of the Statutes, the provisions of the regulations made under this statute and the decisions taken by the legal bodies.

5.3. The membership of the Society also entails the obligation to pay a membership fee if requested by the Executive Committee and accepted by the General Assembly.

5.4. The Society ensures compliance with the rules governing the processing of personal data and is obligated to provide personal data of all the members of each country only for institutional and non-commercial scopes.

The Secretary of the EPS keeps a register of names and addresses of all members of the EPS. The GDPR will be obeyed (Annex 12)

6. Admission

6.1. Those who are eligible to join the Society can apply using the application form posted on the Society website. The applicant asking to participate in the EPS shall agree with the scopes, mission, and Statutes of the European Peptide Society.

6.2. The Executive Committee, after verifying the necessary conditions for admission, acknowledges the applicant and orders its entry in the register of members. The refusal is not subject to claims. The Executive Committee has 60 (sixty) days to decide.

The Secretary controls the eligibility for membership. For applications from non-constituent countries, the criteria for eligibility are the same as those from European countries. For termination of membership see § 7 of the Statutes.

7. Decay

7.1. Any member ceases to belong to the Society in the following cases:

- a) She/he resigns by any means to be communicated in writing and provided that it is still likely to ensure proof of receipt. The resignations take effect after day 8 (eight) after receiving the information.*
- b) Exclusion because of resolution of the General Assembly established for reasons of incompatibility with the Society or for violating the standards and requirements of the statutes or of having committed act or acts discreditable to the Society.*

c) *For failure to pay contributions within the reference year. In that case, the member ceases to belong to the Society since January 1st of the following year without further notice or formality.*

8. General Assembly

8.1. *The General Assembly is composed only by Effective Members as recorded in the members' register.*

8.2. *The General Assembly may convene in Ordinary Session or in Extraordinary Session for specific issues.*

8.3. *The President of the General Assembly is the President of the Executive Committee. In the event of his/her absence or disability a "person designated" by the majority of those present will be appointed. It is for the President or the "person designated" to appoint a Secretary in charge of verbalization of the meeting.*

8.4. *The General Assembly is called at least once a year not later than May 31 by the President of the Society. The General Assembly can be called also:*

- on specific request from at least a quarter of the effective members addressed to the President of the Executive Committee;

- on specific request from at least three members of the Executive Committee.

Important business to be discussed and decided by the General Assembly will preferably be scheduled for those General Assembly Meetings held in connection with the biennial EPS symposium (even years) whereas the budgets and accounts (revisions) have to be decided by the General Assembly annually.

8.5. *The General Assembly*

a) an Ordinary Session resolves on the following matters:

1. Election of the Executive Committee.

2. Approval of the annual Financial Statement proposed by the Executive Committee.

3. Substituting a resigning member.

4. Deliberating the exclusion of a member.

5. Fixing the annual membership fee.

6. Regulating the internal and/or outside relations of the Society and/or implement the provisions of these Statutes, developing and approving internal rules of procedure.

7. Forming special committees to develop institutional non-administrative activities chaired by a member delegated by the Executive Committee.

8. Deliberating the venue and the organization of the biennial EPS symposia.

b) an Extraordinary Session resolves on the following matters:

1. Amendments to the Statutes.

2. Dissolution, liquidation or appointment of the Society and the liquidator(s).

8.6. *The General Assembly is called at least ten days in advance by any instrument of communication that guarantee a proof of reception, specifying the time, place and agenda. It may also include the time and place of the second call. The General Assembly may be convened in any country.*

8.7. *The General Assembly may be convened in any country that is represented among the effective members.*

8.8. *It is possible to hold the General Assembly by telecommunication instruments, under the following conditions:*

- *that the President of the meeting is allowed to verify the identity and legitimacy of those present, regulate the conduct of the Assembly, certify and announce the results of the vote;*
- *that the Secretary, taking the minutes, is allowed to adequately understand the Assembly discussion and the resolutions subject to minutes;*
- *that participants are allowed to participate in the discussion and simultaneous voting on the items on the agenda, as well as to view, receive or transmit documents.*

The General Assembly will be considered held in the place where the Secretary or the Notary will be present.

8.9. *The General Assembly:*

- *in ordinary call, both in first and in subsequent call it is duly constituted with the presence of at least half plus one of the effective members and deliberates with the majority of the members present.*
- *in extraordinary call, on first call, is duly constituted with the presence of at least 2/3 (two thirds) of the effective members and resolves with the majority of the members present; on second call, it is duly constituted with the presence of at least 51% (fifty-one percent) of the effective members and resolves with the majority of the members present.*

The decision to dissolve and the devolution of the assets requires the presence and the affirmative vote of at least three-quarters (3/4) of the Effective Members.

8.10. *In the event of a tie vote, the vote of the President prevails.*

8.11. *Minutes of the meetings are written by the Secretary and recorded in a special book after their approval. The Minutes shall be signed by the Secretary and the President.*

9. Executive Committee

9.1. *The Society is administered by the Executive Committee. It is composed of a minimum of five members (Officers) and a maximum of seven.*

9.2. *It is possible to hold the meetings of the Executive Committee by telecommunication instruments, under the following conditions:*

- a) *that the President of the meeting is allowed to verify the identity of those present, regulate the conduct of the meeting, certify and announce the results of the vote;*
- b) *that the Secretary, taking the minutes, is allowed to adequately understand the events of the meeting being recorded;*
- c) *that participants are allowed to participate in the discussion and simultaneous voting on the items on the agenda, as well as to view, receive or transmit documents.*

9.3. *Each member of the Executive Committee has one vote and cannot be represented.*

9.4. *The Executive Committee members are in charge for a mandate period of four years and in any case till the approval of the annual Financial Statement of the fourth year and may be reappointed for only one consecutive mandate period of four years.*

9.5. *In the event of the resignation of a member of the Executive Committee, the Executive Committee itself will appoint, by co-option, a substitute who will remain in office until the next General Assembly meeting, which will have to proceed with the appointment. If the co-opted member remains in office for a period exceeding two years, he/she can be re-elected for only one further ordinary mandate. If, on the other hand, the co-opted member remains in office for a period of less than two years, he/she can be re-elected for two further ordinary mandates.*

9.6. *By May 31st of each year, together with the draft of the Financial Statement of the previous year, the Executive Committee shall submit to the General Assembly a report on the activities of the Committee. The Executive Committee shall make available the documents at least eight days before the Meeting of the General Assembly that shall approve them.*

9.6. *The Executive Committee can distribute tasks and assign tasks to each officer, who shall report to the Committee.*

9.7. *It is the responsibility of the Executive Committee to delegate to special committees to carry out institutional activities not chaired by an officer of the Executive Committee.*

9.8. *Except in cases of force majeure, the resigning members of the Executive Committee remain in office until they are replaced.*

10. President

10.1. *The President oversees the implementation of resolutions of the General Assembly and of the Executive Committee, is the legal representative and has signing authority.*

10.2. *If the President is temporarily unavailable, the Secretary acts as his/her substitute.*

11. Secretary

11.1. *The Secretary shall implement the resolutions of the General Assembly and of the Executive Committee.*

11.2. *The Secretary is custodian of the members' register which shall contain the names, personal details, title, and professional specialization, addresses, telephone and electronic mail.*

12. Treasurer

12.1. *The Treasurer shall take care of the financial administration of the Society through the bookkeeping, she/he prepares and supervises the annual receipts and payments.*

12.2. *The Treasurer may be delegated, separately or jointly with the President and / or the Secretary, to administer the bank account opened at the name of the Society, or on behalf of the Society with separate or jointly signature of the President and / or the Secretary within and conditions provided in the nomination act.*

12.2. *The Treasurer may use the work of experienced professionals in accounting, tax, corporate and shall appoint a statutory auditor for the preparation and validation of the annual balance sheet and, if required, the budget estimate.*

12.3. *The Treasurer shall periodically keep informed the members of the General Assembly and of the Executive Committee on the results of financial management.*

12.4. *The Treasurer reports on the annual financial situation, the budget for the coming year, keeps the accounts, is responsible for obtaining the audit, effects payments on behalf of the EPS, and receives contributions to the EPS. The Treasurer is responsible for negotiations and preparation of the appropriate contracts with donators or sponsors.*

13. Fiscal Year

13.1. *Each fiscal year begins January 1 and ends December 31. The first financial year will end December 31, 2012.*

13.2. *At the end of each financial year, the Treasurer shall prepare the financial statements.*

14. Society Assets and Cash on Hand

14.1. *The Society assets consist of:*

- *Any donations, donations specifically for the achievement of social goals;*
- *From the annual dues established by the General Assembly;*
- *From any extraordinary contributions.*

14.2. *Capital represented by the cash of the association shall be deposited in a bank account at the name of EPS, at a bank in the country of residence of the Treasurer.*

15. Dissolution of the Society

15.1. *The Society may be dissolved by the extraordinary General Assembly meeting which must appoint one or more liquidators and fix their powers.*

15.2. *The net assets upon liquidation shall be allocated to other public and / or private non- profit organization whose purpose and aims are similar to those of EPS.*

16. Arbitration Clause

16.1. *All disputes of an international character related to the Statutes, including those relating to its validity, interpretation, execution and resolution, shall be settled by arbitration in accordance with the regulations of the International Arbitration Chamber of Milan. Arbitration shall be in Milan.*

17. Rules of Court

Although not specifically provided for in the Statutes and/or internal regulations, the rules in force in Italy and governing societies will be applied.

18. Scientific Affairs Committee

The Scientific Affairs Committee (SAC) has been established and approved by the General Assembly.

1. The SAC is presided by the Scientific Affairs Officer, member of the Executive Committee and elected by the General Assembly.

2. The normal members of the SAC are appointed by the Executive Committee upon nomination by the Scientific Affairs Officer. Appointment of the members of the SAC is for a period of four years, with the possibility of a re-appointment for one further period of four years. In the case that one or more members of the SAC do not serve a full mandate, the Executive Committee will nominate a substitute that will remain in office until the end of the current mandate. If this current mandate lasts longer than two years, the substitute can be re-appointed once.

3. In making these appointments, the Executive Committee ensures that specialist knowledge of the main scientific areas of the EPS will be represented in the SAC. For the duties of the SAC see Annex 5.

19. European Peptide Symposium

1. The European Peptide Symposium (EPS Symposium) is the major scientific meeting of the EPS that is open to all members of the EPS as well as peptide scientists who are not members of the EPS.

2. The EPS Symposium is held once in every two years. Following approval by the General Assembly, the Executive Committee entrusts its organization to the Effective member of the selected constituent country or to another suitable representative of the peptide community of that country (named Chairperson of the Symposium).

3. The Executive Committee keeps a list of constituent countries whose turn it will be in the forthcoming

ten years to organize the EPS Symposium. The rules of priority consider a balanced sequence between long-standing and new constituent countries, as approved by the General Assembly.

4. The General Assembly at the biennial meeting discusses the list and decides finally about the order of selected constituent countries to which the organization of the symposium will be entrusted in the next six years. Candidate countries will present the venue, Chairperson, scientific background and available infrastructure. The General Assembly also decides about the exact dates of the Symposia, considering the proposals by the Chairperson and the Executive Committee.

5. About 20 months ahead of the EPS Symposium, the Secretary sends a draft of the agreement, approved by the Executive Committee to the Chairperson setting out the relationship between the Executive Committee and the organizers of the Symposium as well as their duties (see Annex 9). The final form of the agreement has to be signed by the Chairperson(s) and the Society and kept by the Secretary and by the Treasurer.

6. The Chairperson of the EPS Symposium forms a local Organizing Committee, which is responsible for all aspects of organization of the Symposium, including the selection of the place and venue as well as the financial arrangements. No financial obligation in respect of the Symposium shall fall on the EPS, except agreed and included in the final agreement.

7. After the Symposium, the Chairperson(s) is (are) responsible for the transfer to the Central Fund a sum as specified in the agreement (Annex 9).

8. The Chairperson is also responsible for the edition and publication of the Proceedings of the Symposium (Annex 9).

20. Scientific Awards

The EPS administers the Leonidas Zervas Award (established in 1986), the Josef Rudinger Memorial Lecture Award (established in 1984), and the Miklos Bodanszky Award (established in 2014). The General Assembly may establish additional awards as deemed appropriate for fostering the goals of the EPS in accord with the principles described in §1 of the Statutes.

1. The Leonidas Zervas Award is presented in commemoration of his outstanding contributions to peptide science. The award is given to the scientist who has made the most outstanding contributions to the chemistry, biochemistry and/or biology of peptides in the five years preceding the date of selection and is presented to the laureate during the EPS Symposium. Further details see Annex 7.

2. The Josef Rudinger Memorial Lecture Award is presented in commemoration of Josef Rudinger's outstanding contributions to peptide science and his role in the foundation of the European Peptide Symposia. The award is given to the laureate for his/her important achievements in peptide science during his/her career, and is presented during the EPS Symposium. Further details see Annex 7.

3. The Miklos Bodanszky Award is presented in commemoration of his outstanding contributions to peptide science. The award is given to the scientist who made significant contributions to peptide-based drug research in the period of ten years after having obtained the PhD degree. The Award is presented during the EPS Symposium. Further details see Annex 7.

21. Small Meetings, Training Courses, Travel Grants

1. The EPS provides assistance to the organization of small scientific meetings initiated by EPS members from constituent countries. This support depends on the nature, the scientific content and the resources available to the Society. Applications are submitted to the Scientific Affairs Officer; they are evaluated by the Scientific Affairs Committee and approved by the Executive Committee. For conditions and procedures for support of small meetings see Annex 10.

2. The EPS could organize special meetings with young researchers ("The Next Generation of

European Leaders in Peptide Science”) and training courses for PhD students and young postdoctoral fellows (Annex 6). For such meetings, the Society might raise extra funds, e.g. from the EU.

3. The EPS may organize virtual meetings, e.g. a half-day conference featuring a senior scientist and several junior scientists (“EPS Peptide Highlights”) and training courses for PhD students and young postdoctoral fellows (Annex 6). For such meetings, the Society might raise extra funds, e.g. from the EU.

4. The EPS may provide support for the Travel Grant Fund developed by the Organizers of the biennial EPS Symposia to assist the attendance of young peptide scientists to the Symposium.

5. The European Peptide Society provides fellowships (“Mobility Fellowships”) for PhD students and junior scientists (up to 3 years after PhD) who want to visit another laboratory to acquire new methodology or perform experiments that are not possible at their home institution. The candidate must be member of the EPS at the time of application, and his/her supervisor/lab head at both the sending and the hosting institution must be members of the EPS for at least 12 months.

22. Journal of Peptide Science

1. The Journal of Peptide Science, established in 1995, is an official publication of the EPS and at present it is jointly owned by the EPS and the publisher John Wiley & Sons Ltd, as specified in the agreement (dated 25 January 1994 and amended 14 November 2008).

2. The EPS, in consultation with the publisher, appoints the Editor-in-Chief of the Journal for a period of five years with eligibility for reappointment. The Editor-in-Chief will act as the official representative of the EPS in all dealings with the publisher, which relate to editorial and production matters.

3. The Editor-in-Chief and the Deputy Editor of the Journal of Peptide Science are Effective Members of the General Assembly.

23. Website, Newsletter, Archives

The EPS maintains the following media for the distribution of information about the Society as well as for the dissemination of specialized knowledge on peptide science (see also Annex 6):

1. The EPS website informs members and non-members about all aspects of “peptide news” from academia as well as industry and in particular about the Society and its activities. The website represents also a major source about forthcoming events, novel publications, special features, and awards, as well as news about donators/sponsors.

2. The EPS publishes a Newsletter for distribution of relevant news about the EPS, its members as well as activities in its constituent countries.

3. The EPS will establish and maintain an archive with restricted access for members only, which will contain the relevant publications concerning the history of the EPS and its scientific activity. In connection with this the Executive Committee is responsible to arrange a collection of the published Proceedings of the EPS Symposia and the EPS Newsletter. The donation of relevant materials (memories, photos etc.) to the EPS archive will be acknowledged by the Executive Committee.

24. Amendment of the Bylaws

1. Any amendments of the Bylaws always need to be compatible with the Statutes of the EPS.

2. The Bylaws of the EPS may be approved and amended at any General Assembly meeting or by electronic voting by Effective members. Changes of the Bylaws proposed by the Executive Committee are presented to the Effective members ahead of a General Assembly meeting or for electronic voting.

3. Any proposition of change of the Bylaws by Effective members has to be submitted to the Secretary.

The Executive Committee will decide on how to present this to the General Assembly (meeting, electronic vote or telephone or video conference).

25. Approval by the General Assembly

These Bylaws were approved by the General Assembly of the European Peptide Society on the 12th of May, 2023.

Norbert Sewald

President

Paula Gomes

Secretary