

Regulations (approved 6/10-2020)

§ 1

The Scandinavian Physiological Society is a society of researchers from Denmark, Finland, Iceland, Norway and Sweden working in the field of physiology and related areas of science. The society is registered in Sweden.

§ 2

The purpose of the Society is to promote and disseminate knowledge of research and to preserve the interests of physiological science in the Nordic countries.

This purpose is forwarded by owning and publishing *Acta Physiologica* and other scientific journals, by organizing scientific meetings, and awarding travel grants for the free exchange of knowledge, and other activities in agreement with the purpose of the society.

Distribution of profits cannot take place.

§ 3

The Society consists of ordinary members, student members, honorary members and associated members.

Researchers at Nordic universities and colleges working in the area of the Society can gain admission to the Society as ordinary members by applying to the secretary general.

Students working in science subjects may be accepted as student members by applying to the secretary-general after recommendation by their supervisors.

Other persons that show an interest in the Society may be selected as ordinary members through proposal by a member of the Society.

Companies, organizations and persons that wish to support the Society may gain admission as associated members by applying to the secretary general.

Persons who in a significant way promote the activities of the Society may be selected as honorary members. Proposals for selection as honorary member are submitted to the board, which subsequently makes a decision on the matter.

§ 4

All members pay an annual fee, the amount of which is determined by the board. The annual fee for ordinary members may be replaced by a determined one-off payment.

Members may notify the secretary general in writing of their withdrawal. Members that do not pay their annual fee for three consecutive years are considered to have withdrawn from the Society. Lifelong members that have not provided the executive committee a valid contact address for 3 years are considered to have withdrawn from the Society.

§ 5

The board has a maximum of 13 members and consists of the president, the secretary general, the executive officer and two national representative from each of the countries of Denmark, Finland, Norway and Sweden, and one from Iceland. Each national representative member cannot function for more than two consecutive four-year periods. The national representatives shall be affiliated with an institution located in the respective country. For each national representative a deputy is also appointed.

The first year after a new president has been elected, the past president serves on the board as past-president. One year before the termination of the presidential period the president-elect serves on the board as president elect. During this time the board has 13 members.

The board of the Society represents and leads the activities of the Society between the general assemblies.

The president is elected by the general meeting for a period of four years. A new president should come from a different Nordic country than the past president.

A quorum consists of at least 8 present members and at least one national representative from each of three (3) different countries.

The board appoints the chief editors of journals owned by the society. Unless the president or the board decide otherwise, an editor-in-chief has the right to be present at board meetings with the right to submit proposals, but not to vote.

The board may appoint any committee it sees fit.

Board meetings and their minutes are public unless the president or the board decide otherwise for special cases. The board decide in closed session without the member present in cases of potential conflicts of interest.

§ 6

The general meeting of the Society shall take place at least every second year.

Only ordinary members and honorary members that are present have the right to vote at general meetings.

The following items shall be taken up at the ordinary general meeting:

Ia) Election of chairman and secretary for the general meeting.

Ib) The secretary-general shall submit the board`s annual report, with the annual accounts for the time from the preceding general meeting.

Ic) The editor-in-chief of Acta Physiologica shall submit the report for the journal for the same time period.

Id) Presentation of the audit report for the Society for the relevant time period.

Ie) Discharge of liability for the board members.

If) Information regarding the financial management and profit of the Acta Physiologica Jubilee fund and the Foundation for Nordic Physiology, for the time period from the previous general meeting.

The following items shall be taken up when appropriate according to §5:

IIa) Election of president and/or president-elect for the Society, general secretary and executive officer.

IIb) Election of national representatives and from each country each with one deputy member to the board.

IIc) Election of two auditors and one deputy auditor, with mandate periods of four years with the option of re-election.

IId) Election of three members from three different countries for an election committee that shall prepare nominations for all elections that take place at the general meeting. Members of the elected election committee shall appoint a chairman to convene their meetings and the mandate period for the election committee is four years between re-elections.

Members of the executive committee may propose any other issue to be voted on by the assembly. The general meeting may issue instructions for the work of the board.

Notice to attend the general meeting shall be sent out at the latest one month before the meeting.

Proposal for other issues to be decided at the general meeting can be proposed by any member and shall be submitted to executive committee at the latest five weeks before the general meeting in which it is desired that the proposal be discussed.

An extra general meeting may be called by the board or the president or when at least 30 members so demand. Notice to attend shall be sent out at the latest 3 months before the meeting.

§ 7

The executive committee consists of the president, the secretary-general and the executive officer. The executive committee shall manage the ongoing activities of the Society. The president and the secretary-general are representatives of the Society and can sign on behalf of the Society. The board may issue instructions for the work of the executive committee.

The executive committee shall appoint (co-)organizers of meetings arranged or co-organized by the society.

§ 8

Unless otherwise stated in the regulations, decisions are made at the general meeting and in the board by straightforward majority. In cases of tied votes in the board, the chairman has the casting vote.

§ 9

Proposals for amendments to these regulations that in turn replace earlier issues from 1969, 1973, 1992, 1994, 1996, 2000, 2001, 2005, 2014 and 2015 shall be submitted to the board at the latest two months before the general meeting in which it is desired that the proposal be discussed. In order to be approved at the general meeting, proposals for amendments of the regulations must be included in the notice for attending the general meeting together with comments from the board. The board will present the amendment proposal, with its own comments, to the general meeting. A majority of at least two thirds of votes of the members present at the general meeting is required for the proposal to be adopted.

Decision regarding the dissolution of the Society, or regarding amendments to §2, shall be valid only if approved by a three-quarters majority at two consecutive general assemblies. The decision on dissolution shall state to which organization the Society's assets shall be transferred, and that organization shall have the primary purpose of promoting physiological sciences.