



CONSTITUTION OF THE INTERNATIONAL SOCIETY OF ONCOLOGY AND BIOMARKERS (ISOBM)

Article I: Name

International Society of Oncology and BioMarkers. The Society was founded in 1972 in Sapporo, Japan.

Article II: Mission and Purposes

The mission of the Society is to advance the understanding of fundamental and clinical aspects of oncology, and to promote and facilitate communication between all persons interested in oncology through an officially established not-for-profit organization. The Society is organized exclusively for charitable, research, development and educational purposes in the area of cancer.

Article III: Membership

Section 1: Membership Types

1. The Society shall consist of five classes of members: Student, Full, Corporate, Senior, and Honorary. Dues for each class of member shall be set by the Board. Each member of the society is entitled to exactly one vote.
2. Full Membership
 - (a) Eligibility:
 - i. Full membership shall be open to any person who is or has been engaged with oncology, or with any allied science.
 - (b) Privileges:
 - i. Full members are entitled to a discount to all Society meetings to be determined by the Board.
 - ii. Full members may make nominations to the Board and vote on issues raised by the Board.



3. Student membership

(a) Eligibility:

- i. Student membership shall be open to all students, residents, clinical fellows in related subspecialties, and postdoctoral fellows who are enrolled in educational or training programs that could lead to careers relating to the fundamental and clinical aspects of oncology.

(b) Privileges:

- i. Student members are entitled to a discount to all Society meeting and to the Society's annual membership fee to be determined by the Board.
- ii. Student members may make nominations to the Board and vote at general assemblies on issues raised by the Board.

4. Honorary membership

(a) Eligibility:

- i. Honorary membership shall be open to exceptional and internationally distinguished individuals who have made extraordinary contributions to the advancement of cancer research either through outstanding personal scientific activity or through exceptional leadership in cancer research.
- ii. Honorary members shall have made substantial contributions to the ISOBM.
- iii. Honorary members may be elected at the business meeting on the nomination of the Board, notice being given on the agenda paper.

(b) Privileges:

- i. Honorary members shall not be subject to annual fees.
- ii. Honorary members shall have the right to attend the meetings of the Society without payment of a registration fee.
- iii. Honorary members shall have the same rights as a Full Member with the exception of acting as President, Vice-President, Treasurer and Secretary.

7. Corporate membership

(a) Eligibility:

- i. Corporate membership is open to any company that supports the mission of the Society.

(b) Privileges:

- i. Corporate membership entitles an unlimited number of company employees to attend the annual meetings at the same rate as participants who are not members of the Society, unless they are individual members of the Society.
- ii. Corporations and their affiliates may have no more than 5 (five) employees as individual members of the Society, at a fee to be determined by the Board.
- iii. A Corporate member is eligible to one vote.
- iv. Corporate members are not eligible to hold office, or nominate new members unless they are also individual members of the Society with such rights.



8. Expulsion or withdrawal of members from the Society

- (a) Upon petition from a member to the President concerning the action of another member considered to be inimical to the best interests of the Society, the President shall request the Board to consider the allegations. If the Board votes to recommend termination of membership, the member shall be requested to defend himself before the Board, which can then vote in favor of expulsion from the Society by a majority blind-ballot vote of 2/3 (two thirds) of the Board members. If the Board votes to expel the Society member in question, his or her dues for the current year shall (if they have already been paid) be returned to him or her, and any monies that might be owed to them for any services provided to the Society shall be paid to him within 30 days at which time he or she shall cease to be a member of the Society.
- (b) The Board shall have the power to exclude a potential member for good cause by a majority blind-ballot vote of 2/3 (two thirds) of the Board members.
- (c) Members wishing to withdraw from the Society may do so by giving written notice to the Treasurer.
- (d) Members who have not paid their membership fee for two consecutive years are subject to be terminated as members as described under Article 9(d).
- (e) A Member who fails to remit his or her membership fees for two consecutive years shall be put on notice of arrears by the Treasurer. If within six months of giving notice the Member has not yet paid the due fees, then he or she shall cease to be a Member.

Article IV: ISOBM Board

Section 1: Board members

1. The Society shall have a Board composed of (1) President, (1) Vice President, (1) Secretary, (1) Treasurer, (1) Past President and (up to 8) Ordinary Board members for a maximum of 13 members.
2. One position of Ordinary Board members is designated to a student member.
3. Terms of election are to begin and end on January 1st of each year.

Section 2: Election of the Board

1. Election of general Board members shall be done by the Society's membership by secret ballot or electronic means, either by email to the Secretary or using an electronic web page designed for this purpose to keep the vote secret. To be eligible for voting, Society members must be in good standing at the time of the voting. Members who are subject to paying membership fees must be current with their payment in order to be eligible for voting.

The "Voting Deadline Date" shall be the earliest of either two weeks prior to the first day of the Annual Meeting or 30th of October of each year.

- (a) The membership base shall cast their votes by electronic means or by regular mail.
- (b) The Board shall, by simple majority, decide on the general voting date.



- (c) The board shall communicate to the membership base via the Secretary the Voting Deadline Date at least 90 days before.

All matters regarding the voting of Board Members shall be carried out through the office of the Secretary under the supervision of the President, or the Vice-President, or an Election Committee of three members selected by the Board who are not candidates for the any board position.

The Board shall have the authority, by simple majority, to modify the mechanics of the voting procedure and shall submit said modification(s) to the membership base at least 120 days before the Voting Deadline Date.

2. Election logistics

- (a) The Secretary shall send a notice to the eligible membership base, postmarked no later than 90 days before the Voting Deadline Date, soliciting nominations for the positions of President, Vice-President, Secretary, Treasurer, and ordinary Board members.
- (b) Nominations from the membership base to Board positions shall be returned to the office of the Secretary no later than 60 days before the Voting Deadline Date. The Election Committee will verify the correctness and completeness of the candidate applications.
- (c) The Secretary shall then send a list with the nominees information to the eligible membership base no later than 45 days before the Voting Deadline Date.
- (d) Voting shall be carried out online until the Voting Deadline Date.
- (e) The results will be presented by electronical communication and at the General Assembly. The Election Committee will monitor the whole election process.

- 3. The President, Vice-President, Secretary and Treasurer shall be elected by the eligible membership base just as described for the ordinary Board members.
- 4. Upon exhausting his/her maximum allowed term of service, the incumbent President shall become the Past President for one year.
- 5. All Board members shall be members in good standing with dues paid-in-full.
- 6. After an elected Board member has exhausted his/her maximum allowed term of service (see Article IV, Section 4 for each Officer's specific details), he/she is ineligible for any Board position for a period of at least one year unless he or she has been nominated to a position by the Board.
- 7. An ex-Board member may act and participate in the sessions of the Board as an Adviser, contingent to the approval of a single majority of the Board.
- 8. If the President is unable to continue his or her duties, then:
 - a) The Vice-President shall automatically substitute the President and the Board shall appoint, by simple majority and a quorum of 2/3 of its members, a new Vice-President.
 - b) If the Treasurer is unable to continue in his/her position. the Secretary shall take over the duties of the Treasurer until the Board appoints, by simple majority and a quorum of 2/3 of its members, a new Treasurer.
 - c) If the Secretary is unable to continue in his/her position, the Treasurer shall take over the duties of the Secretary until the Board appoints, by simple majority and a quorum of 2/3 of its members, a new Secretary.



- d) For all the substitutions considered in this numeral: (a) The Board may choose substitutes within the Board or from the membership at large, provided they are in good standing. (b) Any substitute positions will be temporary and last until the next election in which they may be fully elected for that position by the membership.
- e) The provisions herein do not apply to ordinary Board members who cannot be substituted until the next election of the Board.

Section 3: Duties and Responsibilities of the Board

The Board shall promote diverse types of scientific activities and interactions with other scientific groups that support the mission of the Society.

1. Set general policy for the Society and oversee its activities, representatives, and employees.
2. Approve by a simple majority an annual budget prior to the beginning of the fiscal year, and authorize agreements, contracts, and expenditures.
3. Nominate new Honorary members to the Society.
4. Appoint advisers, task forces or committees in relation to specific topics or situations. Approve disbursements for expenses of these extra tasks.
5. Constantly oversee all activities, personal affairs, finances, contracts etc. of Tumor Biology; take responsibility in relation with the obligation to the publisher; provide sufficient support and organize all relevant issues to fulfil all requirements defined in the contract with the publisher. Appoint the Editor-in-Chief of Tumor Biology and approve, by a simple majority, the members of the Editorial Board.
6. Negotiate or appoint representatives to negotiate licensing terms with publishers of Tumor Biology or other journals that might be the property of the ISOBM. The Board shall approve any final draft of any agreement or extension of a previous agreement between the ISOBM and the publisher of the journal.
7. Decide on stipends for Editorial Board members including the Editor-In-Chief.
8. Oversee all affairs concerning the ISOBM website.
9. Any Board member shall be considered to have resigned who meets one of the following criteria:
 - (a) fails to pay his or her yearly membership fee for two consecutive years,
 - (b) fails to attend two consecutive meetings of the Board of Directors or three consecutive online meetings without a reasonable excuse,
 - (c) gives written notice of resignation. Reinstatement will be considered by the Board upon receipt of a written petition from that individual.
10. Only Board members and appointed Advisers may attend the Board sessions unless the Board approves a specific visitor's presence prior to a meeting.
11. A board member who is not present at a meeting may contribute via telephone, internet, or a similar service. By doing so, this member is credited as having attended the meeting.
12. The Board shall, at an interval of time to be determined by the Board, choose and employ the services of an external, professional certified accountant or accounting firm, or accredited professional to audit the finances of the Society.



13. The Board shall, if required, choose and employ the services of external professionals for supporting the administration, management, organization of conferences or public relations as well as obtaining legal advice.

Section 4: Duties and Responsibilities of ISOBM members with specific tasks

1. The President

The President shall represent the Society in all aspects in external contacts and can be assisted by any of the other Board Members if appropriate.

- (a) The President will serve for a two year term with the possibility of one reelection for two additional years.
- (b) The President, on retiring, will serve on the Board in the post of Past President for one year.
- (c) The President in conjunction with the Secretary shall be responsible for calling meetings and shall send to members an email of the agenda. A simple majority of the Board may also call for a Board meeting upon notifying the Secretary.
- (d) The President shall preside at all business meetings of the members and at all meetings of the Board. In his/her absence, the Vice-President shall preside and in his/her absence the Secretary or Treasurer shall preside.
- (e) The President shall delegate authority, and appoint committees, standing and special, seek legal and/or accounting counsel for the Society and other necessary measures to carry out the work of the Society.
- (f) In case of a tie vote within the Board, the vote of the President shall decide the outcome.
- (g) If the President's initiatives disagree with the opinion of the majority of the Board, the latter shall instruct the President accordingly and in case the issue is not resolved to the satisfaction of the Board, the Board's opinion shall prevail.

2. The Vice-President

- (a) The Vice-President will serve for a two year term with the possibility of one reelection for two additional years.
- (b) The Vice-President shall monitor and enforce the duties and responsibilities of Board members.
- (c) The Vice-President shall assume the duties of the President in his or her absence.

3. The Secretary

- (a) The Secretary shall serve for a two year term with the possibility of one reelection for two additional years.
- (b) The Secretary in conjunction with the President shall be responsible for calling meetings of the Board.
- (c) The Secretary shall schedule upcoming meetings and circulate the respective agenda as set up by the President or the majority of the Board. He or she shall be responsible for all communications with the membership body and the Board.
- (d) The Secretary shall keep and distribute to Board members all minutes of the business meetings of the members and of the Board of Directors. These minutes will summarize the discussions and resolutions of each meeting.



- (e) The Secretary shall, on receiving at any time a request from any member of the Board, and after having informed the President, summon an extraordinary meeting of the Board. The Secretary must state the reason.
- (f) The Secretary shall receive nominations to the Board.
- (g) The Secretary shall logistically organize the balloting procedure (see Section IV. 2. 2).
- (h) The Secretary is responsible for obtaining a register of attendees to all Society meetings and conferences.

4. The Treasurer

- (a) The Treasurer will serve for a two year term with the possibility of one reelection for two additional years.
- (b) The periods of service of the Secretary and Treasurer should not terminate simultaneously.
- (c) The Treasurer shall collect the dues of members.
- (d) The Treasurer shall pay accounts due by the Society.
- (e) The Treasurer shall present the financial state of the Society to the members at the Board meetings and the General Assembly.
- (f) In the case of any expenditure over an amount to be determined by the Board, a board member appointed by the Board (Comptroller) shall approve the disbursements of funds before they are made effective. In case of disagreement regarding a payment between the Treasurer and the Comptroller the parties shall seek the advice of the Board on that particular issue prior to making the disbursement effective.
- (g) The Treasurer shall have power to stop any discount that might apply the annual meeting registration fee to any member whose dues are in arrears.
- (h) The Treasurer shall have the care and custody of all funds, securities, and any other documents representing assets that belong to the Society.
- (i) The Treasurer shall deposit the funds of the Society in whatever banks or investments the Board may designate.
- (j) The Treasurer, with the written approval of the Comptroller shall sign all checks in the name of the Society.
- (k) The Treasurer, or the accounting firm appointed by the Board, shall keep full books of accounts of the Society.
- (l) The Treasurer shall receive support by an accountant or another specialist if needed and after approval of the Board.

5. The Ordinary Board members

- (a) The Ordinary Board members shall serve for a two year term with the possibility of one reelection for two years.
- (b) The Ordinary Board members shall assume responsibilities assigned to them by the Board (see IV, 3. 1-13) and shall participate in committees created by the Board.
- (c) The Ordinary board members shall support board activities by taking over special tasks.



Section 5: Operation of the Board

1. The Board shall convene at least once during every Society meeting. The Board should meet at least quarterly via electronic or tele-conferencing systems.
2. The business of the Society shall be conducted by a Board with a quorum of two thirds (2/3) of the number of Board members. Advisers cannot be counted to reach quorum.
3. Decisions by the board are taken by a simple majority of the number of Board members.
4. The Editor-in-Chief of Tumor Biology shall be a member of the Board but have no vote in affairs concerning the journal.
5. The Board shall determine and approve dues each year at the Board meeting.
6. Any Board member may raise, before a Board meeting any matters of business that he/she might consider require the attention of the Board.
7. The Board shall appoint the Editor-in-Chief of Tumor Biology as described below.

Article V: Awards

1. An Awards Committee shall be established for the ISOBM Abbott Award.
2. The Awards Committee shall consist of the past five recipients of the ISOBM Abbott Award, the Board and the Editor-in-Chief of Tumor Biology.
3. Notice of the Award shall be published in Tumor Biology with a request to the membership to send nominations to the Secretary of the Society.
4. The ISOBM Abbott Award will be given to a Society member who has made an outstanding contribution in the field of basic and/or clinical oncology. Awardees may be newly appointed Honorary members of the Society.
5. The text of the address given by the Abbott Awardee to the Society's Annual Meeting will be published in the Society's Journal.
6. Further awards may be granted to young investigators for outstanding work at the annual scientific meetings

Article VI: Meetings

1. The annual scientific meeting shall be organized by a Conference President who is appointed by the Board and a local committee. She/he is responsible for the scientific program of the meeting and is supported by an ISOBM Committee appointed by the Board to supervise the organization of the meeting. The Board may decide, by a simple majority, to enroll the members of the Congress Supervising Committee to organize the meeting directly. In this case, the members of the Annual Meeting Organization Committee shall act and be considered as the Conference President(s), as described under this Article.
2. A register of the members and non-members present at each meeting of the Society shall be provided to the Board through the Secretary, by the organizing Committee and shall be provided by the Secretary to subsequent Conference Presidents.



3. The Conference President shall be solely responsible for the financial health and debts of the Conference, and the Conference President shall prepare a statement of income and expenditure to be presented to the Board. If no financial balance is achieved or seems difficult to obtain, the Conference President must inform the board prior to the conference to ask for financial support. The Board will then decide how to proceed.
4. The Society shall be entitled to receive 50% of any profit, after repayment of any advances provided by the Society.
5. The Conference President may, with the approval of the Board, invite any scientific Society to join in the work of a meeting.

Article VII: Tumor Biology

1. The Editor-in-Chief for Tumor Biology shall be appointed by the Board for a three-year term and shall be eligible for reelection as many times as the Board deems necessary.
2. The Board shall appoint or dismiss the Associate Editors and the Editorial Board.
3. The Editor-in-Chief shall be responsible to the Board for the conduct of Tumor Biology.
4. The Editor-in-Chief shall have the right to vote as a Board member in all subjects beside journal affairs.
5. The Editor-in-Chief shall be entitled to an income for work done as specified in the Tumor Biology's contract with its publisher, or, in the absence of such contract, as determined by the Board.
6. The Editor-in-Chief and the Board will regularly assess the strategies, policies and financial situation of the journal and plan relevant activities to develop the journal.
7. The Editor-in-Chief will call in regular Editorial Board meetings with Associate Editors, preferably during the annual scientific meetings.

Article VIII: Alteration of the Constitution

1. The Constitution and of the Society may be amended according to the following procedure.
 - (a) Proposed amendments shall be sent, in writing or by electronic means, to the Secretary who shall forward them to all Board members.
 - (b) Proposed amendments shall be sent to the membership base no later than 90 days before the Voting Deadline Date.
 - (c) ISOBM members may submit their own amendment ideas to the Board no later than 60 days before the Voting Deadline Date.
 - (d) The Board shall review all proposed amendments and send a final draft of the revised constitution with its own amendments to the membership base no later than 45 days prior to the Voting Deadline Date.
 - (e) Society members may vote online.



(g) For decisions, a quorum of 50% (fifty percent) of the membership base shall be reached. A simple majority of the total votes cast shall be required for the adoption of amendments. If this quorum is not met, a second vote shall be taken no later than 30 (thirty) days after the first one. A simple majority of votes in this second ballot is required to alter the Constitution.

2. For the change of core principles (Article IX) a 2/3 (two third) majority is needed.

Article IX: Dissolution of the Society

1. Upon dissolution of the organization, all remaining assets of ISOBM will be used exclusively for the scientific purpose of furthering knowledge in oncology, by funding the work and/or interactions of scientists in this field of endeavor.
2. The Board shall suggest a proposal for the disbursement of funds and all monetary and non-monetary resources, which will be voted upon by the membership base.
3. For dissolution of the Society, a 2/3 (two third) majority of a 50% quorum is required.