

SOCIETY FOR ARAB NEUROSCIENTISTS

CHARTER / BYLAWS

ARTICLE I. Name

The name of this organization shall be “Society for Arab Neuroscientists”. Its abbreviation shall be “SfAN”.

ARTICLE II. Purpose and Mission

The **purpose** of the Society for Arab Neuroscientists (herein referred to as “SfAN”) shall be to serve and promote neuroscience among Arab neuroscientists in the United States and globally through service activities that advance education and neuroscience.

The organization is organized exclusively for educational and charitable scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SfAN’s **mission** is three-fold:

- To promote professional networking and collaborations among Arab neuroscientists in academia and industry, as well as between Arab neuroscientists and the global neuroscience community
- To recognize excellence and innovation in the field of neuroscience by Arab scientists
- To advance neuroscience education and to leverage support for research and development

SfAN is strictly a Non-Profit, Non-Political and Non-Sectarian Organization based in the United States of America. Our members include academic faculty, postdoctoral fellows and graduate students of Arabic heritage pursuing neuroscience research throughout the world, as well as other members with interest in advancing neuroscience in the Arab world. SfAN will strive to serve our members in all aspects of the neuroscience profession (e.g. networking, socializing, career development and dissemination of information relevant to neuroscientists in general and to Arab Neuroscientists in particular), and to promote productive professional collaborations between Arab and Non-Arab neuroscientists worldwide. In doing so, greater net solidarity will be achieved through the interpersonal and organizational affiliations that SfAN shall foster.

ARTICLE III. Membership and Associateship

1. Membership shall be open to the public. Membership application should be completed on SfAN's official website <http://www.arabneuroscientists.org>.
2. SfAN's Membership Committee will confirm that membership applications meet the necessary requirements of showing commitment to SfAN's mission. The Membership Committee, which will be elected or assigned by the executive board, reserves the right to revoke the membership of individuals who do not adhere to SfAN's mission.
3. SfAN's Membership Committee shall not discriminate on the basis of race, color, religion, national origin, age, gender, sexual orientation, disability, veteran status, marital status, or political belief.
4. An "Active Member" is a member that has filled an online registration form and paid their annual SfAN membership fees. Fees are effective 1 year from time of payment.
5. Only "Active Members" are entitled to vote in elections.
6. Any member may withdraw from membership at any time by emailing the Membership committee chair. Withdrawal shall become effective upon the date such notice is received.
7. An "associate" status is a designation for anyone interested in partnering with SfAN, but does not wish to be a member or does not fit membership criteria.

ARTICLE IV. Board of Directors

1. SfAN shall have a Board of Directors that comprises of 7 members.
2. The Governing board members are the founders of the society and are currently living in the United States of America. Namely, Dr. Hibah Awwad, Dr. Yasmine El-Shamayleh, Dr. Carl Saab, and Dr. Nasser Zawia.
3. The elected board members will be eligible for the position if their nomination is approved by the Board of Directors, have served on the Executive committee for at least 2 consecutive years, and have won by majority vote for that position on the board.
4. Elected members will serve a term of 2 years that can be renewed for 1 additional year pending approval of the Board.

ARTICLE V. Advisory Board

5. SfAN shall have an advisory board comprised of neuroscientists and neuroscience supporters recognized as leaders in the field and who supports the Executive Board for more effective achievement of SfAN's mission.

6. Three to five advisory board members shall be selected by an application process that includes reference verification and a unanimous vote of the Executive Board (as defined in article VI).
7. Upon sustenance of the society as a non-profit organization, advisory board may transition to an election basis.

ARTICLE VI. Office Bearers / Executive Board

1. The officers of SfAN shall be a President, a Secretary General, a Treasurer, a Communications Officer and a Fundraising Officer. These officers shall be elected by a majority of "Active Members" vote.
2. The duties of the President shall be as usually pertain to the office he or she holds. The Secretary General shall execute the duties of the President should he or she becomes unable to fulfill them.
3. Only "Active Members" of SfAN are eligible to bear office.
4. The officers shall be elected for terms one year in length (renewable term up to 3 years).
5. The SfAN President must be a SfAN member and serve on the executive board for at least two years prior to assuming this role.
6. Officers need not be of Arab descent but must show commitment to SfAN's mission as stated in Article II, and are expected to be knowledgeable of Arab culture and the current landscape of Neuroscience research and activities in the Arab world.
7. Committee chairs will be assigned by the Executive Board as deemed necessary.
8. The President must report to the Board of Directors on a regular basis and request approvals for all activities of the society from the Board of Directors.

ARTICLE VII. Meeting

1. There shall be two kinds of meetings: Executive and General Body. Executive meetings shall be meetings of the Office Bearers. General Body meetings shall be an open meeting of Office Bearers, members, associates, and guests.
2. SfAN shall have at least one General Body Meeting per year, and as many Executive meetings as needed to serve SfAN's mission.
3. Additional meetings of either kind may be assigned according to the will of the Executive Board.

ARTICLE VIII. Elections

1. The members of the general body shall nominate the candidates for President, General Secretary, Treasurer, Communication Officer and Fundraising Officer in a General Body Meeting.
2. Votes shall be collected electronically after nominations have been made and accepted. After counting the votes, the newly-elected officers shall be contacted and informed of their selection.

ARTICLE IX. Nominations

1. All nominations for office must include the following:
 - a. The name of the office for which the candidate is being nominated
 - b. The nominee's name, printed
 - c. A paragraph highlighting the qualifications of the nominee for that position
 - d. 2 References that are current active SfAN members
2. A nomination must be accepted by the nominee in order to be deemed valid.

ARTICLE X. Duties of the Office Bearers

The duties of the Office bearers shall be as follows:

A. President

1. Responsible for the general management of all SfAN activities according to the provisions of the Charter.
2. Holding Executive Board Meetings every 1-3 months, developing an agenda for each meeting, and facilitating each meeting.
3. Keeping up to date on all aspects of SfAN and its committees and any existing sub-committees. Coordinating all of these aspects and activities so as to achieve maximum efficiency, maintain direction of the entire organization, and to achieve the overall purpose and goals of SfAN.
4. Maintaining links with all external affairs of SfAN and acting as the representative, spokesperson and correspondent for SfAN.
5. Holding the Executive Board and any existing committee chairs responsible for all of their duties.
6. Handling and dealing with all emergency problems and situations as they arise in accordance with the charter.
7. Overseeing major affairs of SfAN.

B. Secretary General

1. Fill in for President in the absence of the President.
2. Keep track of member and associate information.
3. Advise the President and assist in decision-making.
4. Take minutes at all meetings and forward to all SfAN office bearers.
5. Send emails to members and office bearers.
6. Handle issues related to member and associate information.
7. Advise the President and assist in decision-making.

C. Treasurer

1. Receive, record and document all financial transactions related to the affairs of SfAN.
2. Complete necessary financial transactions on behalf of SfAN related to the Bank or Paypal accounts (e.g. reimbursements, membership fees, etc).
3. Participate in fundraising efforts and opportunities.
4. Attend all budget meetings and submit funding requests in accordance with non-profit financial requirements.
5. File annual tax returns
6. Report a financial update at every Executive Board meeting and a semi-annual update to the Board of Directors.

D. Communications Officer

1. Maintain and update SfAN's official website.
2. Maintain and update SfAN's social media pages (facebook and linkedin).
3. If applicable, collect and disseminate newsletter/emails about SfAN member's achievements and accomplishments

E. Fundraising Officer

1. Propose fundraising ideas to the Executive Board and implement them after approval.
2. Reach out to potential donors and sponsors for SfAN events

3. Work with the treasurer to secure funds for the annual budget and make plans for the following year.

ARTICLE XI. Duties of the Executive Board

1. Advise the Office Bearers when making decisions.
2. Advise the Office Bearers on membership, advisory board or board issues.
3. Discuss and find solutions to resolve issues/conflict that may arise for the Office Bearers.

ARTICLE XII. Executive Board

1. The Executive Board shall consist of the president, secretary general, treasurer, communications officer, and fundraising officer defined in article V.
2. The Executive Committee is responsible for the strategy and policies of SfAN, and sets goals for the year in a way that promotes the SfAN's mission (Article II), deals with the administration and management, and strives to act honestly and with integrity in all its dealings.
3. The Executive Board shall hold at least one General Body Meeting (GBM) per year, consisting of "Active Members". All members should be informed of a GBM at least 60 days prior to the meeting and allowed to participate in person, via conference call, or via online medium. The Executive Board shall decide the format (physical assembly or online forum), the location and the time of the GBM.
4. Decision in any matter requires a two-thirds majority of the members present.

ARTICLE XIII. Finances

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

1. Any applicable yearly dues shall be paid to SfAN's PayPal account or in cash by individuals seeking renewed membership in SfAN, in return for a written receipt.
2. Waiver of dues may be issued if the member gives a legitimate reason for their inability to pay. The Executive Board shall determine the merit of such waivers on a case-by-case basis.
3. The Executive Board may accept any help (monetary or other forms of unrestricted gifts) from any legitimate source consistent with the mission and purpose of SfAN.
4. Money shall not be paid to members or associates in return for their services provided to SfAN, excluding money for reimbursement of expenses paid on behalf of SfAN for SfAN events and/or activities.
5. Financial statements for SfAN accounts will be made available to members upon request and a report will be presented at the SfAN GBM meetings.

ARTICLE XIV. Amendments to the Charter and Preemption

1. Any proposed amendment must be presented to the Secretary General of SfAN in writing.
2. The Secretary General will discuss such proposals and share documents with the Executive Board.
3. The Executive Board shall thoroughly examine the proposed amendment and shall notify the members of SfAN in the GBM that an amendment to the constitution has been submitted.
4. The proposed amendment shall be debated in the GBM and be voted upon. In order to be adopted, majority vote of the Board members in favor of the amendment must be acquired.
5. SfAN must comply with all local, state, and federal laws in the United States of America.

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes with similar missions to our society, i.e. professional and science organizations that serve Arab Americans and science education, within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.