

BYLAWS

As approved by the Council of the Association
on 1 September 2023

INTERNATIONAL
ASSOCIATION FOR
THE SCIENTIFIC
STUDY OF
INTELLECTUAL AND
DEVELOPMENTAL
DISABILITIES



CONTENTS

Title	1
Articles of Incorporation.....	1
ARTICLE I	1
Section 1: Vision	1
Section 2: Mission	1
Section 3: Values	1
Section 4: Aims	1
ARTICLE II: Members.....	2
Section 1: Membership Categories	2
Section 2: Individual Membership.....	2
Section 3: Center Membership.....	3
Section 4: Membership Fees	3
Section 5: Termination of Membership	3
ARTICLE III: Special Interest Research Groups.....	3
Section 1: Purpose & Establishment.....	3
Section 2: Membership	4
Section 3: Organization & Administration.....	4
Section 4: Fund Allocation	4
Section 5: Responsibilities	4
Section 6: Affinity Groups.....	5
Section 7: Dissolution	5
ARTICLE IV: Academy	6
Section 1: Purpose & Establishment	6
Section 2: Academy Standing Committee	6

Section 3: Organization & Administration	6
Section 4: Fiscal Management.....	7
Section 5: Responsibilities	7
Section 6: Dissolution	7
ARTICLE V: The Assembly of Members	8
Section 1: Composition of Assembly	8
Section 2: Meetings of Members	8
Section 3: Assembly Business	8
ARTICLE VI: The Board of the Association.....	9
Section 1: Powers of the Board	9
Section 2: Composition of the Board and Terms of Office	9
Section 3: Nominations and Election of Directors.....	10
Section 4: Election of Office Holders and Portfolios.....	10
Section 5: Ex Officio Member.....	11
Section 6: Meetings of the Board.....	11
Section 7: Quorum.....	11
ARTICLE VII: Roles and Functions of Directors.....	11
Section 1: Role and functions of a Director of the Association	11
Section 2: Functions of President	12
Section 3: Functions of the Deputy President	12
Section 4: Secretary	12
Section 5: Treasurer	13
Section 6: Miscellaneous Provisions.....	13
ARTICLE VIII: Portfolios and Committees.....	13
Section 1: Portfolios.....	13
Section 2: Committees.....	14

Section 3: Governance and Policy Committee.....	14
Section 4: Finance and Risk Committee.....	15
ARTICLE IX: Awards and Fellows	15
Section 1: Categories of Awards.....	15
Section 2: Distinguished Service Citation	16
Section 3: Award Procedures	16
Section 4: Appointment of Fellows	16
Section 5: Fellows Qualifications.....	16
Section 6: Fellows Listing.....	16
ARTICLE X: Meetings and Affiliations	16
Section 1: World Congress	16
Section 2: Other Meetings.....	17
Section 3: Affiliations.....	17
ARTICLE XI: MISCELLANEOUS MATTERS.....	17
Section 1: Annual Fees.....	17
Section 2: Fiscal Year	17
Section 3: Contractual Responsibility.....	18
Section 4: Acceptance of Gifts.....	18
Section 5: Conduct of Postal or Electronic Votes	18
Section 6: Conflict of Interest	18
ARTICLE XII: Amendments and Dissolution.....	18
Section 1: Amendments to the Articles of Incorporation.....	18
Section 2: Amendments to the Bylaws.....	19
Section 3: Dissolution	19
Section 4: Funds and Assets	19

TITLE

INTERNATIONAL ASSOCIATION FOR THE SCIENTIFIC STUDY OF INTELLECTUAL AND DEVELOPMENTAL DISABILITIES, INC. (abbreviated IASSIDD)

ARTICLES OF INCORPORATION

IASSIDD is constituted as a Nonstock Organization (Chapter 181.1003) in the State of Wisconsin, USA. IASSIDD is registered in the USA through the Waisman Center, Wisconsin.

ARTICLE I

SECTION 1: VISION

A world where people with intellectual and developmental disabilities live fulfilling and healthy lives, as valued members of their communities, and where they experience the full and equal enjoyment of all human rights and fundamental freedoms as articulated in United Nations conventions.

SECTION 2: MISSION

To promote the development of new knowledge, research and other scholarly activities, as well as the application of knowledge, to improve the lives of people with intellectual and developmental disabilities, their families and those who support them.

SECTION 3: VALUES

- 1) Respect for the inherent dignity of all people regardless of disability, age, gender, and ethnicity.
- 2) Openness and tolerance for differences in people, practices, and cultures.
- 3) The right of persons with intellectual and developmental disabilities, their families, advocates, and communities to contribute to the research agenda, research processes, and to have access to research findings in a meaningful way.
- 4) The importance of scientific integrity and methodological rigor in research, within an ethical framework.
- 5) The importance of policy, practice and education being informed by scientific evidence.

SECTION 4: AIMS

To:

- 1) Enable international collaboration and leadership in research.
- 2) Encourage a perspective that considers the interests, human rights, and fundamental freedoms of

persons with intellectual and developmental disabilities, their families and those who support them throughout the world.

- 3) Stimulate high quality and innovative research encompassing interdisciplinary interests and methodological diversity.
- 4) Engage in worldwide exchange of evidence-based knowledge with relevant stakeholders. This activity includes, but is not limited to, the organization of congresses, conferences, roundtables, and workshops, and the publication of journals, a website, and newsletters.

ARTICLE II: MEMBERS

SECTION 1: MEMBERSHIP CATEGORIES

- 1) Individual Membership
 - a) Standard individual membership
 - b) Discounted individual membership: Membership where a reduced rate is available to full-time students, individuals, or organizations from low- and middle-income countries (according to the list of the World Bank) and individuals who are eligible for financial for social benefits/allowances in their countries or holders of a variety of concession grants/cards.
 - c) Complimentary individual membership
- 2) Center Membership
 - a) Standard center membership
 - b) Discounted center membership: Membership where a reduced rate is available to centers from low- and middle-income countries.

SECTION 2: INDIVIDUAL MEMBERS

- 1) Individuals engaged in a field directly or closely associated with the scientific study of intellectual and developmental disabilities may apply to become subscribing individual members.
- 2) Each year, the Board will establish a membership fee schedule offering discounted memberships to those who are students, retirees or unwaged, individuals from low- and middle-income countries, and individuals with a disability.
- 3) The Board may also offer complimentary membership, including waived annual membership fees and membership rates for conferences and events, to individuals for significant past or ongoing service to the Association.
- 4) All subscribing individual members are privileged to attend, speak, and vote at the meetings of the Assembly. Complimentary membership for individuals or organizations does not give access to reduced fees on journals or conference registrations, but gives access to IASSIDD information through mail, newsletters, and social media. Complimentary members are privileged to provide input

to the Board, SIRGs, and Committee but are not entitled to vote.

SECTION 3: CENTER MEMBERS

- 1) Staff-based organizations engaged in a field directly or closely associated with the scientific study of intellectual and developmental disabilities, policy development and/or education in the field of intellectual and developmental disabilities may apply to become subscribing center members.
- 2) Each year, the Board will establish a membership fee schedule offering discounted memberships to Centers from low- and middle-income countries.
- 3) Membership benefits ascribed to subscribing center members shall be those assigned by the Board annually and clearly publicized prior and during membership renewal.
- 4) All subscribing center members are privileged to designate one individual to attend, speak and vote at the meetings of the Assembly, as prescribed in these Bylaws (ARTICLE V, Section 2).

SECTION 4: MEMBERSHIP FEES

- 1) The annual fees of the Association to be paid by individual and center members shall be determined by the Board. Benefits will take effect from the date of receipt of payment for the current year (with the exception of journal subscriptions which shall be effective 1 January of the membership year).
- 2) Membership lapses at the end of each calendar year and a member is only in good standing from the time of receipt of payment for that applicable year.

SECTION 5: TERMINATION OF MEMBERSHIP

- 1) Membership of the Association may be terminated by resignation, by default on the payment of the fees or upon determination by the Board.
- 2) The Board may terminate from membership a member for conduct which is contrary to the values of IASSIDD as set out in ARTICLE I, Section 3 of these Bylaws.
- 3) The Board shall consider a proposal for termination of membership when submitted by an individual or center member in writing and signed by two individual members of the Association. Membership will be terminated by simple majority vote of the Board members (excluding any member of the Board who might be the subject of such a vote). The vote may be taken at a regular meeting of the Board, or by electronic vote of the Board.

ARTICLE III: SPECIAL INTEREST RESEARCH GROUPS

SECTION 1: PURPOSE & ESTABLISHMENT

- 1) In recognition of the diverse interests of its members, the Association encourages the formation of Special Interest Research Groups (SIRGs) that are formed by groups of members with a specific research interest or topic.
- 2) For new SIRGs to be recognized by the Association, a minimum of 30 individual members must agree to a set of common objectives and receive the written approval of the Board for the establishment of such a SIRG.
- 3) SIRGs will be reviewed by the Board annually regarding any recommendation for termination of a SIRG.
- 4) SIRGs should endeavor to be multidisciplinary and globally focused in their composition.

SECTION 2: MEMBERSHIP

- 1) Membership in recognized SIRGs is a benefit of membership in the Association.
- 2) Upon payment of the Association membership fees, individuals may select one (1) primary SIRG, as well as any number of additional SIRGs. The total membership of a SIRG is composed of the number of primary and additional selections made to that SIRG. SIRG membership extends for one year (1 January to 31 December) and must be renewed annually when the Association membership is renewed.

SECTION 3: ORGANIZATION & ADMINISTRATION

- 1) Each SIRG shall establish an Executive Committee comprised of the SIRG Chairperson(s) and two or
- 2) more SIRG members to take a leadership role in planning and carrying out the activities of the SIRG.
- 3) SIRGs shall maintain a Statement of Purpose consistent with the Association's Vision, Mission, Values and Aims. Changes to this shall be reviewed and approved by the Association's Board and upon approval, shall be posted on the SIRGs' webpages within IASSIDD's website.
- 4) SIRGs' Executive Committees shall conduct regular meetings of their membership and keep a record of such meetings. These meetings may be face-to-face or by electronic means.

SECTION 4: FUND ALLOCATION

- 1) SIRGs shall have a funding allocation identified within the Association's Treasury based on the number of Association members who choose that SIRG as their primary SIRG. The amount of funding to SIRGs per member shall be determined by the Board.

SECTION 5: RESPONSIBILITIES

- 1) SIRGs shall plan and conduct activities appropriate to their Statement of Purpose. These activities include, but may not be limited to, conferences, roundtables, workshops, and

dissemination of newsletters.

- 2) All SIRGs shall arrange to cover the expenses related to the participation of their representative(s) in all IASSIDD activities and events unless otherwise directed and or approved by the Board.
- 3) All SIRGs shall provide annual reports to the Board.
- 4) All SIRGS will operate in their scope of authority and shall not place legal or financial liability on to the Association without the approval of the Board.
- 5) SIRGs will be represented collectively by an elected Director who will serve on the Board for each term.

SECTION 6: AFFINITY GROUPS

- 1) Affinity groups are designed to organize and coordinate IASSIDD members who share a common interest that is not already addressed by an existing SIRG.
- 2) Affinity groups should have an appointed leader. When initially formed, this will likely be through a volunteer.
- 3) The affinity group must also maintain a set list of members who have expressed interest in the affinity group topic.
- 4) The list of potentially interested members and an initial mission statement should then be submitted to the Board to vote on for acknowledgement.
- 5) Affinity group lead persons will meet with SIRG chairs on a regular basis to receive updates about IASSIDD.
- 6) Dissolution of affinity groups will be determined by the leader and members of the group or by the Board when it is deemed the interest is no longer sufficient to maintain the group.
- 7) Affinity groups that are interested in becoming a SIRG should see requirements in that section of the Bylaws.

SECTION 7: DISSOLUTION

- 1) A motion to dissolve a SIRG may be presented to the Board based on its failing to maintain the minimum number of members (30), not submitting annual reports, not filing a Statement of Purpose with the Association's Board, or if its activities no longer reflect the values, aims and objectives of the Association.
- 2) Interested parties need to be afforded procedural fairness consistent with the principles of natural justice.
- 3) Dissolution shall require a simple majority vote of the Board, where the Secretary has given a minimum of 24 days' notice of such a vote.
- 4) Any funds allocated to a SIRG that is subsequently dissolved will be reallocated to the central budget of the Association.

ARTICLE IV: ACADEMY

SECTION 1: PURPOSE & ESTABLISHMENT

- 1) The mission of the Academy is defined broadly as carrying out evidence-based education and training activities relevant to policy and practice in intellectual and developmental disabilities.
- 2) When planning the Academy's activities, special focus is given to the needs of people in low-income countries and to areas of focus other than those of the SIRGs.
- 3) These protocols and guidelines must be approved by the Board to ensure oversight and accountability.
- 4) The Academy carries out an active program of activities and contributes to other IASSIDD activities such as congresses and SIRG activities, and in doing so, promotes IASSIDD and membership to IASSIDD.
- 5) The Academy participates in the governance of IASSIDD by being represented on the Board and in other committees as required.

SECTION 2: ACADEMY STANDING COMMITTEE

- 1) The Director of the Academy shall be a member of the IASSIDD Board. The appointment shall be for one term (3 years, 1 January to 31 December). This role is selected during the Board nomination and election process.
- 2) The Academy shall have a standing Academy Committee of 6 or more IASSIDD members, approved by the IASSIDD Board and on recommendation of the Director of the Academy, to work with the Director to plan and carry out its program of activities. The Academy Committee shall be chaired by the Director of the Academy. The Academy Committee shall be appointed for one term with the possibility of renewal for a second term.
- 3) There shall be no substitutes for appointed and approved Academy Committee members. However, permanent vacancies on the Academy Committee may be filled during a term as follows:
 - a) The Board may appoint a new Director of the Academy.
 - b) For vacancies in the other Academy Committee positions, the Director may recommend potential individuals to the Board for approval.
- 4) All vacancies must be approved by the Board to be considered filled.

SECTION 3: ORGANIZATION & ADMINISTRATION

- 1) The Academy shall establish protocols and guidelines to ensure the quality of its activities,

together with the safety and accountability of members delivering these activities.

- 2) The Academy shall establish protocols and guidelines to ensure good governance of its finances, in consultation with the IASSIDD Treasurer.
- 3) The Academy protocols and guidelines in 1) and 2) above must be approved by the Board.
- 4) The Director of the Academy, in consultation with the Academy Committee and the IASSIDD Treasurer, is authorized to expend and receive funds on behalf of the Academy consistent with its mission, functions and Board-approved budget.
- 5) The Director of the Academy shall prepare and make available to the Board an Annual Report, consisting of the past year's activities, income and expenditures, and a plan of activities and proposed budget for the next year.
- 6) The Academy Committee shall engage in regular meetings (by face-to-face or by virtual means) for the purpose of planning and executing its program of activities.

SECTION 4: FISCAL MANAGEMENT

- 1) The Academy's funds shall be maintained in the IASSIDD treasury. These funds will be comprised of any allocation made by the Board, revenue received from Academy activities, and any grant or bequests made to the Academy.
- 2) The educational and training activities of the Academy, taken together, should normally be cost neutral and supported by its various educational activities.
- 3) The Academy shall have the discretion to raise funds, in consultation with the IASSIDD Treasurer.

SECTION 5: RESPONSIBILITIES

- 1) The Academy is authorized to:
 - a) Solicit and review proposals for educational programs and training programs, as well as other educational activities.
 - b) Commission or conduct educational activities and prepare educational curricula.
 - c) Issue "Certificates of Attendance", and
 - d) Accept grants and other funds subject to approval by the Board.
- 2) The Academy shall ensure that all activities are led by members of IASSIDD.

SECTION 6: DISSOLUTION

- 1) A motion to dissolve the Academy may be presented to the Board based on inactivity, failure of the Director or a designate to attend Board meetings without due cause, not submitting annual reports, if its activities no longer reflect the values, aims and objectives of the Association, or if it is financially unsustainable.
- 2) Interested parties need to be afforded procedural fairness consistent with the principles of

natural justice.

- 3) Dissolution shall require a simple majority vote of the Board. The vote may be taken at a regular meeting of the Board, where the Secretary has given a minimum of 28 days' notice of such a poll.
- 4) Upon dissolution, any funds held for the Academy will be reallocated to the central budget of the Association.

ARTICLE V: THE ASSEMBLY OF MEMBERS

SECTION 1: COMPOSITION OF ASSEMBLY.

- 1) The Assembly shall consist of all eligible members (See Article II, Section 2) in good standing who are entitled to vote.
- 2) 30% of all voting members (total membership) meeting in person or by electronic means will constitute a quorum. If the quorum is not met at the meeting, assembly business will still be conducted, and any motions will be sent out to all IASSIDD members entitled to vote for approval by electronic vote. A simple majority of those members voting shall constitute approval.

SECTION 2: MEETINGS OF MEMBERS.

- 1) Members shall meet at least annually as the Assembly of Members. This will be via electronic platforms.
- 2) A meeting of the Assembly may be held in connection with Congresses of the Association, but appropriate online methods must be made available to ensure all members of Assembly may participate.
- 3) An extraordinary Assembly may also be called by the President, Board or by a written petition of at least 20% of the members eligible to vote.

SECTION 3: ASSEMBLY BUSINESS.

The Assembly shall:

- 1) Receive and approve the Annual Report of the Association.
- 2) Receive and approve the annual financial statements.
- 3) Discuss and approve proposed amendments to Articles of Incorporation.
- 4) Elect, and remove in extraordinary circumstances, Board Directors as prescribed in these Bylaws. The mechanism of removal of Board Directors shall be determined by the Board.

ARTICLE VI: THE BOARD OF THE ASSOCIATION

SECTION 1: POWERS OF THE BOARD.

- 1) The Board is the responsible organ of the Assembly for managing the affairs of the Association and is responsible for:
 - a) Establishing a governance framework, including a compliance framework to ensure the organization meets its obligations.
 - b) Approving amendments to the Bylaws.
 - c) Setting the strategic direction to help the organization achieve its purpose.
 - d) Overseeing the financial performance of the organization.
 - e) Overseeing a risk management strategy and risk management performance.
 - f) Playing an active role in building a culture of integrity by modelling the behaviors based on the values and standards of the Association.
 - g) Operating within its statutory powers and policies.
 - h) Overseeing the occupational health and safety of the organization.

SECTION 2: COMPOSITION OF THE BOARD AND TERMS OF OFFICE

- 1) The Board of the Association shall consist of a minimum of 3 and up to 10 Directors who shall be elected by the Assembly or as otherwise prescribed in these Bylaws. One Board Director shall be elected by the Assembly as the President.
- 2) The 3-year term of office of a Board Director is from 1 January of year 1 to 31 December of year 3. A Director may be re-elected and serve up to four consecutive terms.
- 3) The 3-year term of office of the President begins 1 January of year 1 to 31 December of year 3. The President may serve one three-year term only and may be re-elected to serve for a total of four terms as a Board Director.
- 4) The Board ensures that the election of Directors is staggered across the three-year cycle to ensure continuity of governance.
- 5) In the temporary absence of a Director, necessary duties shall be undertaken by another Director, or an occasional appointment may be made to the Board to assume the duties as agreed by the Board.
- 6) In the event of permanent vacancies occurring on the Board, the Board may appoint occasional Directors to serve until the next meeting of the Assembly, as prescribed in these Bylaws.
- 7) A Director who persistently fails to respond to correspondence or otherwise neglects his/her duties or engages in conduct which is contrary to the values of IASSIDD as set out in ARTICLE I, Section 3 of these Bylaws will be asked by the President, after consultation with the Board, to resign. If no further correspondence is received from the Director within 28 days, the position will be deemed to have been terminated. An appropriate removal mechanism will be determined by

the Board.

- 8) Decisions should be transparent, accountable and conform to the principles of natural justice.

SECTION 3: NOMINATION AND ELECTION OF DIRECTORS

- 1) Directors of the Association are elected by the Assembly.
- 2) Each elected Director shall be a subscribing member (through individual membership or as a designated member of a center) in good standing with the Association. The Board will aim to have a suitable skill mix to achieve the strategic outcomes of the Association.
- 3) Members presented for election and who demonstrate the capabilities required for the role, shall be drawn from a list of nominees as set out by the Governance Committee, following a call for nominations from members in good standing with the Association.
- 4) At least 28 days before the election date, the Secretariat must send written notice to all the members:
 - a) calling for nominations for election to the Board; and
 - b) stating the date by which nominations must be received by the Secretary.
- 5) A member who wishes to be considered for election to the Board will nominate for election by sending written notice of their nomination to the Secretary.
- 6) Nominees must demonstrate their ability to perform the role and function of a Director (see ARTICLE VII, Section 1).
- 7) The written nomination must include a statement of support from two members in recommendation of the nomination.
- 8) The nomination of Directors must be approved by the Board to ensure it can demonstrate that it has aimed to fulfill the composition guidelines (skill, experience, knowledge and diversity) and the nominee is a fit and proper person to take up the role of a Director.
- 9) The list of the nominees for the President and Directors shall be put forward to the full Assembly for election.
- 10) The candidates elected by the Assembly shall succeed to office on 1 January following the time that they were approved.

SECTION 4: ELECTION OF OFFICE HOLDERS AND PORTFOLIOS

- 1) At the first meeting of the Board following the election, the Board shall elect a Deputy President, Treasurer and Secretary, from those who have been elected as Directors.
- 2) The President will assume the Chair of the Board unless otherwise delegated.
- 3) If only one member has been nominated for a position, the chairperson of the meeting must declare the member elected to the position.
- 4) If more than one member has been nominated for a position, the Directors at the meeting must

vote in accordance with procedures that have been determined by the Board to decide who is to be elected by simple majority to the position.

- 5) Each Director present at the meeting may vote for one member who has been nominated for the position.
- 6) A member who has nominated for the position may vote for himself or herself.
- 7) The Board will allocate Portfolios to Directors.
- 8) The Treasurer and Secretary may hold that role for up to two consecutive terms only.

SECTION 5: EX OFFICIO MEMBER

- 1) The immediate Past President, (unless re-elected as a Director of the Board) shall have the option of serving as ex officio non-voting member of the Board for one year beginning immediately at the termination of their Presidency.

SECTION 6: MEETINGS OF THE BOARD

- 1) The Board shall hold a minimum of 8 meetings per year. Meetings may be face-to-face or virtual. The President shall preside at Assembly meetings of the Association and at all meetings of the Board, unless this role is delegated.
- 2) The Board may appoint an Executive Committee with delegated functions comprising of the President, Deputy President Secretary and Treasurer to transact business between Board meetings.

SECTION 7: QUORUM

- 1) No business is to be conducted at a Board meeting unless a quorum is present.
- 2) A majority of Board members constitute a quorum for the conduct of the business of a Board meeting.
- 3) If a quorum is not present within 30 minutes arrangements are made to reconvene.

ARTICLE VII ROLES AND FUNCTIONS OF DIRECTORS

SECTION 1: ROLES AND FUNCTIONS OF A DIRECTOR OF THE ASSOCIATION.

- 1) To act with reasonable care and diligence.
- 2) To act honestly and fairly in the best interests of the Association and for its documented purposes.
- 3) Not to misuse position or information gained as a responsible person.
- 4) To disclose conflicts of interest according to the Policy.

- 5) To ensure that the financial affairs of the Association are managed responsibly; and
- 6) Not to allow the Association to operate while it is insolvent.

SECTION 2: FUNCTIONS OF PRESIDENT.

- 1) The president shall chair Assembly and Board meetings.
- 2) The President may call special meetings of the Assembly and the Board.
- 3) They shall be authorized to represent the Association in matters of public relations.
- 4) They shall perform such other duties as may be assigned by the Board.
- 5) In the absence or temporary disability or death of the President, the Deputy President shall succeed to the office for the remainder of the term. Should the Deputy President be unable to succeed to the Office of President, the Board will determine a suitable appointment(s) to complete the remainder of the current term.

SECTION 3: FUNCTIONS OF DEPUTY PRESIDENT

- 1) The Deputy President shall perform such other duties as may be assigned by the Board or the President.
- 2) In the absence or temporary disability of the President-Elect, necessary duties shall be undertaken by an officer or member of Board as recommended by the Officers of the Association and agreed by the Board.

SECTION 4: SECRETARY.

- 1) The Secretary shall serve for one term with the option of being re-elected.
- 2) They shall oversee the work of the Secretariat including oversight of the website membership, and registration.
- 3) They shall maintain an accurate list of subscribing members.
- 4) They shall keep a record of the meetings of the Board and the Assembly of the Association.
- 5) They shall handle the correspondence of the Association appropriate to their office.
- 6) They shall also ensure members eligible to vote at the General Assembly are identified as per these Bylaws.
- 7) They shall assume such duties as may be assigned by Board and perform such other tasks as may be required to conduct the business affairs of the Association as assigned by the President.
- 8) In the absence or temporary disability of the Secretary, necessary duties shall be undertaken by another Director, or an occasional appointment may be made to the Board to assume the duties as agreed by the Board.

SECTION 5: TREASURER

- 1) The Treasurer shall serve for one term with the option of being re-elected.
- 2) They shall receive and dispense and duly account for all sums of money belonging to the Association.
- 3) They will have access to and be a signatory of all bank accounts under the auspices of the Association.
- 4) They shall allocate, track, and disburse funds (including donations and extramural grants) to Special Interest Research Groups, the Academy and Congress organizing committees to reimburse their expenses as per previously approved budgets.
- 5) They shall keep accurate accounts and vouchers and receipts of all payments on behalf of the Association and of all invested funds, with the income and disposition thereof.
- 6) They shall buy and sell securities only as voted by a two-thirds vote of Board members.
- 7) They shall be responsible for the supervision of all financial matters, including those pertaining to the collection of dues, registration, new memberships, sales of tickets and other necessary expenditure.
- 8) They shall prepare financial reports for regular meetings of the Board and the Assembly. These reports will be subject to examination by the Association's Finance Committee. The report to the Assembly shall be audited by a qualified accountant.
- 9) They are chairperson of the Finance Committee. As Chair of the Finance Committee, the Treasurer shall be responsible for preparing an annual budget and spending plan that encompasses the activities of the Association (including that of SIRGs, the Academy, Officers, and the Board).
- 10) They shall perform such other duties as may be assigned by the Board.
- 11) In the absence or temporary disability of the Treasurer, necessary duties shall be undertaken by an Officer or member of the Board as recommended by the Officers of the Association and agreed by the Board.

SECTION 6: MISCELLANEOUS PROVISIONS.

- 1) Should a Director be considered unfit to carry out their duties, they may be relieved of their office by a two-third majority of the Assembly voting members. An electronic vote may be held.
- 2) The process for relieving Directors of office shall be dealt with by the Board.

ARTICLE VIII: PORTFOLIOS AND COMMITTEES

SECTION 1: PORTFOLIOS

- 1) Portfolios represent the strategic and governance focus areas of the organization. All Portfolios connect directly to the Strategic Plan as determined by the Board. Portfolios may include Academy; Congresses; Finance and Risk; Governance, Policy, and Publications; Memberships, Communication and Marketing; Partnerships; and SIRG Coordination and those determined necessary by the Board.
- 2) The organization and functions of Portfolios shall be as provided and prescribed for by the Board.
- 3) Each term the Board will appoint each Board Director to a Portfolio for which that Director has delegated responsibilities.
- 4) Portfolios may be reviewed by the Board each term to ensure that focus areas are relevant and responsive to the vision and needs of the Association and its stakeholders and to the Strategic Plan.
- 5) In the event a Portfolio Director is unable to fulfill the duties of the office, the Board may make an interim appointment.

SECTION 2: COMMITTEES

- 1) Two Portfolios, namely Finance and Risk, and Governance shall have Standing Committees. Other standing committees may be determined by the Board. For other Portfolios, the Directors will be responsible for establishing Committees, Working Groups and Advisory Groups as required to support the outcome required by the Portfolio area.
 - a) A **Standing Committee** is a permanent committee established under the Bylaws of the Association that supports Governance and Fiduciary requirements.
 - b) A **Committee** may be established as required to achieve strategic outcomes of the Association. General committees usually have an ongoing role.
 - c) A **Special Committee** is a committee that may be selected by the Board as required to achieve a specific strategic outcome that is beyond the terms of reference of a Standing or other Committee.
 - d) An **Ad Hoc Committee** is a temporary committee selected by the Board to address a specific issue or task.
 - e) A **Working Group** is a time-limited group with a specific allocated task.
 - f) An **Advisory Group** is a selected group of people to advise on specific issues.
- 2) All Standing Committees, Committees, Working Groups and Advisory Groups shall have clear terms of reference to enable them to meet strategic outcomes.
- 3) Committee members shall serve for one term. Members may continue to serve on the committee in a new term, if selected.
- 4) The work of the committees and portfolios may be conducted electronically, including email and virtually, or by any other means for business to be transacted efficiently.

SECTION 3: GOVERNANCE AND POLICY COMMITTEE

- 1) The Governance Committee is a Standing Committee that shall develop and monitor decision-making practices, accountability to legal entities and laws affecting the operation of the Association, accountability to the membership and representation of Board and governance structures.
- 2) It shall have responsibility to determine the need for revisions to the Articles of Incorporation and Bylaws and the drafting of proposed revisions to be presented to the Board at least once every term.
- 3) In the last year of its term, it shall conduct the nominations and election of Officers in accordance with the provisions of the Bylaws.
- 4) It shall submit to the Board annual written reports of its activities.
- 5) It shall consist of selected members, including the President and Past President.

SECTION 4: FINANCE AND RISK COMMITTEE

- 1) The Finance and Risk Committee is a Standing Committee that shall be concerned with the financial affairs and strategic risk of the Association.
- 2) This shall be a Standing Committee and the membership will comprise of Treasurer, President, Deputy President and two members with relevant expertise.
- 3) The committee shall be established and chaired by the Treasurer (see responsibilities).
- 4) The outgoing Treasurer may serve as advisor to the Committee for the first year of a new term.

ARTICLE IX: AWARDS AND FELLOWS

SECTION 1: CATEGORIES OF AWARDS.

Awards may be given under the following categories of:

- 1) Research - for formulations and investigations which have contributed significantly to the sciences related to intellectual and developmental disabilities, for either a major single contribution or a sustained and important contribution over a lifetime. To be designated "Distinguished Achievement Award - Research."
- 2) Scientific Literature - for an outstanding publication, published since the last World Congress, which contributes substantially to the literature in the field of intellectual and developmental disabilities. To be designated "Distinguished Achievement Award - Scientific Literature."
- 3) Service - for contributions to the improvement of services to persons with intellectual and developmental disabilities which result in substantive contributions to prevention or amelioration. To be designated "Distinguished Achievement Award - Service."

SECTION 2: DISTINGUISHED SERVICE CITATION.

A Distinguished Service Citation may be made for outstanding or exemplary service to the Association by a person who has served as an Officer, Board or, member of a committee or otherwise actively participated in the affairs and activities of the Association.

SECTION 3: AWARD PROCEDURES.

In exceptional circumstances, more than one Award in each category may be made on the decision of the Board. Guidelines for selecting persons for these awards and the presentation of the Awards will be laid down by the Board.

SECTION 4: APPOINTMENT OF FELLOWS.

The Board at its meeting prior to a regular Assembly meeting may appoint Fellows of the Association, on the recommendation of Officers and initiated by the Chairperson of the Awards and Recognition Committee, by a simple majority vote. Guidelines for the selection of Fellows will be laid down by the Board.

SECTION 5: FELLOWS QUALIFICATIONS.

- 1) Fellows of the Association are individuals who have earned distinction by their scientific or practical contribution to the field of intellectual and developmental disabilities or by their dedication to the affairs of the Association.
- 2) The title "Fellow of the International Association for the Scientific Study of Intellectual and Developmental Disabilities" shall be given for the life of the recipient and may be indicated and abbreviated as FIASSIDD.
- 3) The rank of Fellow does not constitute a category of membership for the purposes of receiving or exercising any rights, privileges, or entitlements.

SECTION 6: FELLOWS LISTING.

The Fellows of the Association will be listed on the IASSIDD website.

ARTICLE X: MEETINGS AND AFFILIATIONS

SECTION 1: WORLD CONGRESS.

- 1) The Association shall organize a Scientific World Congress at regular intervals as determined by the Assembly unless prevented by grave circumstances beyond the control of the Board. The scientific program shall be arranged by the World Congress Committee. A Local Organizing Committee may be appointed to assist with the organization of the Congress.
- 2) Guidelines for proposals and selection related to Congress venues will be laid down by the Board.
- 3) The Board shall determine by a two-third (2/3) vote of the Board members present, the place and date for the next Congress.
- 4) During the World Congresses at least one regular Assembly meeting shall be held.

SECTION 2: OTHER MEETINGS.

- 1) The Association may organize and conduct scientific congresses, conferences, and seminars, both global and regional.
- 2) The Association may, upon invitation, participate officially in scientific meetings of other organizations, where it can effectively represent the scientific study of intellectual and developmental disabilities. The Association will promote these official representations in the meetings of allied organizations as well as the representation of those organizations in its congresses.

SECTION 3: AFFILIATIONS.

- 1) The Board shall act to establish affiliations with associations and organizations where it seems that the best interests of the Association will be served; it may subscribe to such fees or dues as may be required; and it may terminate such affiliation when it is not in the interest of the Association.
- 2) The Board may enter into arrangements with authorized representatives of national and international governmental and non-governmental organizations and may establish conditions of affiliation with scientific and non-scientific national and international organizations.

ARTICLE XI: MISCELLANEOUS MATTERS

SECTION 1: ANNUAL FEES.

Subscribing individuals and centers shall remit to the Treasurer such annual fees as decided by the Board.

SECTION 2: FISCAL YEAR.

The fiscal year of the Association is the year from 1 January until 31 December.

SECTION 3: CONTRACTUAL RESPONSIBILITY.

The Association may accept and conclude all contracts and acquire, alienate, rent, or let any real property or personal property, necessary to conduct its affairs.

SECTION 4: ACCEPTANCE OF GIFTS.

The Association may accept and use all gifts, grants, subsidies, and legacies, whether given in support of the general purposes, or of a specific purpose of the Association.

SECTION 5: CONDUCT OF POSTAL OR ELECTRONIC VOTES

The Association may, in carrying out those duties and responsibilities of the Board or the General Assembly that require votes, conduct these votes via the post, electronically or by other methods for rapid exchange of written materials in matters of urgency and not convenient to delay until the next scheduled meeting. Quorum and majority are as prescribed in these Bylaws.

SECTION 6: CONFLICT OF INTEREST.

- 1) All Board members, and Academy Committee and SIRG Committee members shall complete an Annual Declaration of Conflicts of Interests to be filed with the Secretariat no later than one (1) month following the request. Failure to file an annual Conflicts of Interests statement will disqualify the individual from holding any office in IASSIDD until the statement is filed.
- 2) Ordinarily, no member of the Board or Academy Committee or SIRG Committee may receive fees from IASSIDD, the Academy or a SIRG for their involvement in Association/Academy/SIRG activities. Only reasonable expenses previously approved by the Treasurer (or President in the case of the Treasurer) shall be eligible for reimbursement. Any exceptional circumstance would require the expressed approval of the Board, based on a simple majority.
- 3) The Board will manage all conflict of interests.

ARTICLE XII: AMENDMENTS AND DISSOLUTION

SECTION 1: AMENDMENTS TO THE ARTICLES OF INCORPORATION.

- 1) Amendments to the Articles of Incorporation may be instituted on recommendation of the Board or by a petition, postal or electronic, of one-third (1/3) of subscribing members in good standing.
- 2) Notice of proposed amendments shall be communicated to all subscribing members in good standing by the Secretary at least two months prior to a meeting of the Assembly.
- 3) An amendment, cancellation, or addition of which due notice has been given, will be carried to the Articles when accepted at a meeting of the Assembly by a two-thirds (2/3) vote of those members entitled to vote at an Assembly of the Association and in attendance.

SECTION 2: AMENDMENTS TO THE BYLAWS.

- 1) Amendments to the Bylaws may be instituted on recommendation of the Governance Committee, President or by motion of five voting Directors of the Board, as prescribed in these Bylaws, at a Board meeting.
- 2) A simple majority of the votes given by those members entitled to vote shall be necessary to carry on an amendment, cancellation, suspension, or addition to the Bylaws.

SECTION 3: DISSOLUTION.

- 1) The Association shall be dissolved only by consent of two-thirds (2/3) of the subscribing members.
- 2) There shall have been sufficient notification to the membership of the proposal to consider dissolution at least three (3) months prior to the meeting.
- 3) This proposal must be made by the Board and sent to the Secretary.
- 4) Should there be no possibility to hold an Assembly meeting within one year after the proposal is made or there should be representation of less than two-thirds (2/3) of the membership entitled to vote at the Assembly meeting at which dissolution is considered, an electronic referendum shall be affected and consent of two-thirds (2/3) of the membership entitled to vote shall be required for dissolution.

SECTION 4: FUNDS AND ASSETS.

- 1) In the event of dissolution, there shall be a concomitant decision on the method of dealing with the funds and other assets of the Association, which decision shall be carried out by a simple majority vote.
- 2) Proposals of the Board for dealing with the Association's possessions shall be sent to subscribing

members together with the proposal to consider dissolution.

- 3) Because this Association is dedicated exclusively to scientific and educational purposes, its funds and assets will only be distributed for such exclusive purposes in the event of its dissolution and then only in accordance with the requirements set forth for dissolution in the Articles of Incorporation of this Association.