



THE INTERNATIONAL ASSOCIATION OF BIOETHICS CONSTITUTION As amended 2022

Article 1 - Name

The name of this organization shall be: The International Association of Bioethics, hereinafter referred to as the Association.

Article 2 - Definitions

In interpreting this Constitution, the following definitions shall be used:

Bioethics: The critical examination of ethical issues in health and biological sciences.

Country: Nation-state

Region: A geographically associated number of nation states.

Article 3 - Objectives

The Association exists for educational and scientific purposes, and not for the purpose of making profits for its members or for any other person or organization. Any surplus gained by the Association incidentally or otherwise shall be used solely for the purposes of the Association stated in this section.

The Association has the following educational and scientific objectives:

- facilitating networking and sharing of ideas among people and groups pursuing bioethics in diverse regions of the world;
- organizing and promoting international conferences in bioethics;
- encouraging development of research and teaching in bioethics; and
- fostering free, open, and reasoned discussion of issues in bioethics.

The Association will seek to meet these objectives in whatever way its Board of Directors considers best. This may include, but is not limited to:

- establishing networks of scholars in specific fields of bioethics;
- promoting and assisting the development of regional organizations;



- promoting contact between international and regional organizations and scholars in bioethics;
- consulting with international organizations on issues in bioethics or about the future development of bioethics;
- assisting scholars in bioethics, especially those facing barriers and those in low- and middle-income countries;
- mentoring students and junior scholars in bioethics; and
- supporting scholars whose freedom to discuss bioethics has been restricted or is under threat.

By a vote of the board, position statements that aim to raise awareness of issues may be endorsed on a case-by-case basis.

Article 4 – Membership of the Association

4.1. Membership in the Association shall be available to all interested individuals and institutions sharing the objectives of the Association as set forth in Article 3 of this document.

4.2. Individuals and institutions who became members prior to one year after the adoption of the original Constitution shall be designated as Founding Members.

4.3. A member of the Association shall be in good standing upon payment of dues. Any member whose dues are in arrears by more than twelve months shall be removed from the Association's membership rolls. The Board of Directors may waive this rule in exceptional circumstances.

4.4. The Board may define and create new categories of membership, such as Honorary Member, Emeritus Member, Student Member, Life Member, or Honorary Life Member. The Board may admit members to the categories created under this Section, except for Honorary Member and Honorary Life Member, where approval of a General Meeting is required. This requires placing a proposal before the Association's membership for a vote that identifies the criteria for eligibility within a proposed membership category. A majority of membership must approve the proposal at a General Meeting or ballot of members. The Board may, at its sole discretion, resolve that no further members be admitted to, or be allowed to renew their membership for any category that has been created under this section (except for Life Members), and if there are no members in that category, may abolish it.



Article 5 – Dues

5.1. Membership dues for the Association shall be set by the Board of Directors and shall be valid unless and until they are rejected by majority vote of those present (and eligible to vote) at the next scheduled General Meeting, or by a majority vote at a ballot arising in accordance with the procedure specified in Article 6, Section 2.

5.2. The Board may set the dues at different rates for each membership category, and may vary fees for institutions in accordance with the number of individual members or subscribers institutions have.

5.3. Membership dues are usually paid at the same time as registration for the World Congress of Bioethics (WCB) and will cover the membership period until the next congress. Membership of those who pay to become members after the conference shall also end before the next conference and will have to be renewed to register for the next WCB.

Article 6 - Meetings of the Association

6.1. General meetings of the Association shall be held in-person or virtually or using a hybrid format and will be devoted to both intellectual matters and the business of the Association. The Board of Directors shall determine meeting format (virtual, in-person, or hybrid), place, date, and time. The Board will strive to hold general meetings at least every two years, and in different regions. The Board shall not allow more than three years to elapse between general meetings.

6.2. Major policy questions raised either by the Board or by a petition signed by at least 20% of the membership concerning the Association shall be brought to the membership for resolution. Such issues may be decided by a simple majority vote of either those members present at a General Meeting or those voting at a ballot of the total membership of the Association. The choice between these two alternatives will be determined by the Board. Questions not falling into this category shall be decided by the Board. This section does not apply to amendments of the Constitution, which will be dealt with according to Article 12, below.



6.3. On any matter put to a ballot, each individual Association member of any category shall have one vote.

6.4. Where voting takes place at a General Meeting, members may vote by proxy. A request by a member to vote by proxy must be sent by email to the Association secretariat before the commencement of the Meeting.

Article 7 - The Board of Directors

7.1. The Board of Directors shall consist of no less than 11 and no more than 15 individual members of the Association. The Board shall have no more than 2 members from the same country.

7.2. The term of office for Board members is 4 years. Board members can serve no more than 2 consecutive terms of 4 years. Elections for the Board shall be held every two years so that approximately half of the Board retires every 2 years, allowing for a balance between change and continuity.

7.3. Board members should have regional representation (if possible) from all the following seven geographical regions, (slightly modified from those used by the World Health Organization): Africa, North America and the English-Speaking Caribbean, Latin America, South East Asia, Europe, Eastern Mediterranean, Western Pacific. The Board shall strive for balance among high-income, middle-income, and low-income regions, encouraging the representation of all income levels (using the World Bank ranking as a guide) and aspiring to have no more than 60% representation from high-income regions. The Board should strive for gender balance, encouraging the representation of all genders and aspiring to have no more than 60% representation of one gender. In the event of a conflict between achieving gender representation and regional representation, *priority shall be given to regional representation*. The Board should also strive for diversity in terms of age and academic level (i.e., early career versus senior members).

7.4. The Board should develop Terms of References (TORs) and Standard Operation Procedures (SOPs) for its functioning, including the procedure of scheduling meetings and the determination of quorum (physical and/or virtual). These documents shall be shared with all



members of the IAB and their feedback will be solicited. Following a period of solicitation, the Board will vote to approve proposed changes.

7.5. Elections: The Board shall develop and approve TORs for elections to the Board, ensuring that the Board membership is in accordance with section 3 of Article 7.

7.6. If deemed appropriate by the Board, it may invite a representative from a country not already represented on the Board as a non-voting participant in its discussions. This may arise, for example, if a region or country with a significant number of members is not being represented on the Board.

Article 8 - The Officers

8.1. The Officers of the Association shall be the President, Vice-President, Treasurer, and Communications Officer. Ideally, the President, Vice-President, and Treasurer should have 2-years' prior experience as Board members.

8.2. The term of the officers of the Board shall be two years.

8.3. Should any Officer resign, decease, or be found by the Board to be unable to execute the duties of the Office, the Office shall be deemed vacant, and the Board shall elect a successor for the Office from among its members. Such a replacement shall serve for the balance of the Officer's original term. An Officer elected to fill such a vacancy who assumes that Office when less than one year remains in the term, shall be eligible to be elected to a consecutive full term.

8.4. The Office of President shall not be held for more than two consecutive terms (for a total of 4 years) by the same person.

8.5. The Offices of Vice-President, Treasurer, and Communications Officer shall not be held for more than three consecutive terms (for a total of 6 years) by the same person.

8.6. The Board has the option of appointing other Board members to other functions needed for the management of the Association. These other functions will be described in the TORs and SOPs, which must be reviewed at least every 4 years and approved by the Board.



Article 9 - Duties of Officers

9.1. The President shall preside at all meetings, including meetings of the Board. The President shall be responsible for the general management and direction of the business of the Association. The Vice-President will take charge when the President is incapacitated or unavailable, until a new President is elected. The President and the Treasurer jointly shall have authority to sign and execute, in the name of the Association, all authorized deeds, leases, mortgages, bonds, contracts, or other instruments.

Article 10 - Secretariat Staff

10.1. The Board shall appoint a Returning Officer, who shall conduct the elections and other ballots required to be held under this Constitution. The Returning Officer shall not be a candidate at any election he or she conducts and need not be a member of the Association.

Article 11 - Books, Records, and Finances

11.1. The Association shall keep correct and complete books and records of accounts.

11.2. The funds of the Association shall be deposited in the name of the Association in such banks or other depositories as the Board of Directors may select.

11.3. No one shall solicit funds or other support in the name of the Association unless he or she has applied for and received permission in writing from the Board of Directors.

Article 12 - Amendment of the Constitution and Dissolution of the Association

Motions to amend, replace, dispense with, or annul the Constitution or to dissolve the Association, or changes to the SOPs relating to the elections, shall be brought to the membership for resolution if raised either by the Board of Directors or by a petition bearing the names and addresses of at least 20% of the members and the signatures of those members.



This Constitution may not be amended, replaced, dispensed with or annulled, nor the Association dissolved, except by an affirmative vote of two-thirds of the members voting at a secret ballot. Before the issue is put to the vote, the Returning Officer shall notify members of the intention to put the motion to a ballot and shall invite members for and against the motion to submit brief statements of their reasons for favoring or opposing it. These statements shall then be circulated to all voting members. Ballot shall be returnable to the Returning Officer by the date indicated, which shall be 14 days after the date of dispatch, with a reminder sent after 7 days.

Article 13 - Disposition of Assets

Upon a dissolution of the Association, the net assets of the Association shall be distributed exclusively to non-profit educational or charitable organizations.

This Constitution was initially adopted at the Inaugural General Meeting of the Association held in Amsterdam, 7th of October, 1992, and subsequently amended by postal or electronic ballot of Members of the Association in June 1994, May 1997, May 1999, 2006, July 2014, and [month] 2022.

07/22/22