



BCI SOCIETY BYLAWS

Version History

Version 1: These bylaws were drafted on October 18, 2018 and revised through September 4, 2019. The bylaws were approved by the BCI Society Board on October 21, 2019. The bylaws provide clarification to the Statutes governing the BCI Society.

Version 2: Details regarding Board Election procedures were added. The bylaws were approved by the BCI Society Board on April 7, 2020.

Version 3: Details regarding Society awards and endorsements were added along with a clarification that Committees may designate a Chair. The bylaws were approved by the BCI Society Board on September 4, 2020.

Version 4: Details regarding officer election procedures, bylaw approval procedures, Board member responsibilities, conflicts of interest and grant endorsements have been added. The bylaws were approved by the BCI Society Board on October 18, 2021.

Version 5: Details regarding eligibility for Board nominations. The bylaws were approved by the BCI Society Board on May 3, 2022.

Version 6: Status of Past President as Honorary Guest without voting rights. Procedures for Memorial Tributes. The bylaws were approved by the BCI Society Board on April 11, 2023.

Version 7: Details regarding committee composition. Added criteria applied by the Board Nomination Committee for the selection of nominees on the Slate. Updated recommendations to the Board regarding topics to take into account during Officer elections. Added Conflict of Interest guidelines. The bylaws were approved by the BCI Society Board on February 27, 2024.

Version 8: Addition of language regarding partnerships with non-profit partners. The bylaws were approved by the BCI Society Board on September 4, 2024.

The BCI Society Bylaws supplement the Statutes of the Society. In case of conflict, the Statutes prevail.

Conference Meeting Frequency

1. Society meetings will be held biannually

Membership

1. Current membership categories are: Regular, Postdoctoral Fellow, and Student.
2. Membership applications
 - a. Membership applications can be submitted via online submission form, email, or written letter.

- b. Membership will be reviewed by a Board or Society member as designated by the Secretary-Treasurer. This member will have the authority to review and approve membership and will ask for vote by the Board prior to declining approval of a membership application.
- 3. Criteria to judge whether a prospective member has substantive scientific, technical, clinical, commercial, regulatory, or governmental expertise (or potential for) that are directly related to the objectives of the association.
 - a. Criteria for review include examples of publications, research topics, device development, or statement of interest in the field of BCI
- 4. The Board or a delegate (including a Society Member or a commercial partner) will keep a register containing the names and (electronic) addresses of all members.
- 5. Non-payment of dues will be considered notification of termination.
- 6. Membership fees
 - a. Membership dues and terms (e.g. 1 and 2-year membership) will be defined by the Board.
 - b. Members who have paid dues will not be refunded even if terminated early.
 - c. Majority vote by the Board is required to approve exemption for obligation for payment.
- 7. Members are not allowed to associate the Society with any given company.

Board

- 1. Officer Elections
 - a. Election to each officer position is for a 2-year term.
 - b. The Board will determine whether the Secretary-Treasurer role is filled by one person or two acting independently as Secretary and Treasurer.
 - c. Prior to the election, nominations (including self-nominations) will be solicited from the Board members.
 - i. During the vote, Board members are asked to consider (1) the candidate's history of service to the Society/Board and (2) the diversity represented by BCI Society Officers including (but not limited to): geographic location, implanted vs. non-invasive focus, and gender, both within the to be elected team of Officers, as well as in relation to the previous team(s) of Officers.
 - d. Vice-President candidate considerations
 - i. Nominees for the Vice President position should have a minimum of 6 months of experience serving on the Board.
 - ii. In addition to the general voting criteria, Board members should consider the candidate's statement of goals and vision for the Society (which should be provided with the nomination).
 - e. Board Members are eligible to be nominated for an Officer position through the end of their 5th year on the Board. This ensures that Officer duties can be completed within the maximum allowable terms (three, 3-year terms).
- 2. Officer Responsibilities
 - a. The President shall preside at all meetings of the Board, shall be responsible for executing policies determined by the Board, shall act as spokesperson for the Society, and shall see that all orders and resolutions of the Board are carried out. The President shall have the power to sign and execute alone in the name of the Society all contracts authorized either generally or specifically by the Board, unless the Board shall specifically require an additional signature. The constraints described in Article 11.3 of the Statutes will, however, always apply. The President shall perform all the duties incident to the office of the President and shall perform such other duties as from time to time may be assigned by the Board. The President will become the Past President at the end of the President's term.
 - b. The Vice-President shall assist the President in his duties and substitute for the President when necessary. The Vice-President will become President at the end of the President's term provided the Board approves by at least two-thirds majority.
 - c. XX

- d. The Secretary-Treasurer shall assist the President and shall be responsible for the minutes of all meetings of Board and special meetings. The Secretary-Treasurer shall be responsible for overseeing all moneys and valuable effects in the name and to the credit of the Society, and for overseeing full and accurate accounting of receipts and disbursements in books belonging to the Society. The Secretary/Treasurer shall render to the President and Board at its regular meetings, or when Council so requires, an account of the financial transactions and status of the Society. The Secretary/Treasurer shall substitute for the President if the Vice President cannot serve. The Secretary/Treasurer shall be responsible for the giving and serving of all notices of the Society, shall perform all the duties customarily incident to the office of Secretary/Treasurer, subject to the control of the Board, and shall perform such other duties as shall from time to time be assigned to the Secretary by the Board.
3. Committees
 - a. The Board has the power to form or disband committees that are formed to fulfill the needs and goals of the society. Committees may include, and be overseen by, members of the general meeting. The general meeting is an assembly to which all members of the BCI society are invited.
 - b. Committees may designate a chair, or change membership, and inform the Board of their selection. Each committee should include at least one board member, called the Board-Liaison, who is responsible for ensuring that committee activities are in line with the Board's decisions, and for reporting to the Board about committee activities. If the chair of a committee is a Board member, he/she will also serve the role of Board-Liaison.
 - i. In addition, the Board has the right to appoint or remove members of this committee.
4. Board Positions
 - a. The Board seeks to maintain a balanced representation of researchers of the implanted and non-invasive BCI field. Researchers with interest in related topics (e.g. ethics, user priorities, etc.) are also eligible for Board membership.
 - b. If the election has multiple categories, the Board will determine the appropriate voting method and inform members of the method prior to the vote.
 - c. The Past President will be considered a Guest of Honor to the meetings of the Board for a maximum duration of 2 years, and advise the President and the Board. The Past President will not be part of the Board and does not have voting rights.
5. Board Elections and Reappointments
 - a. The calendar for 3-year Board memberships (rota) will be made available for members on the website
 - b. To be reappointed, the Board member must be nominated and be elected as part of a general member election.
 - c. A member can be reappointed for one additional 3-year term.
 - d. In addition to clause 5c, for Officers, the Board can appoint an additional, third, 3-year term if that is necessary to complete the officer term, but only once. A shorter reappointment term can be specified if determined to be necessary or appropriate by the Board.
6. Board Nomination and Voting Mechanisms
 - a. The yearly board vote for new Board members conforms to the following procedure:
 - i. The Board determines which positions become available and for which category (implantable, non-invasive, or other classifications).
 - ii. The Board decides which categories it wants to have represented by new Board members and how many, to balance the Board composition.
 - iii. The board assigns the available positions to categories.
 - iv. All members are invited to nominate candidates (self nominations are allowed) and for which categories.
 - v. All members will have the right to stand for election to the Board.
 - vi. Nominations are submitted using a Nomination Form.
 - vii. The Nomination Form includes a field for the Nominees' involvement in BCI research, education and/or commercialization.

- viii. Nominated candidates are then asked to submit their CV and to complete a short nomination form that will address the review criteria.
 - ix. Nominated candidates are required to complete a Conflict of Interest form.
 - x. The Board Nomination Committee, consisting of the President, the Vice President and an independent established member of the Society, collects the nominations, and makes a selection of nominees (the 'Slate') per category, based on:
 - 1. professional reputation (e.g., an established record of involvement in BCI research, education, and/or commercialization),
 - 2. societal outreach and activities to support the cause of the BCI field,
 - 3. service to the BCI Society (e.g. at the BCI Society meetings),
 - 4. diversity
 - 5. Conflicts of Interest (real or perceived that could impact the nominee's ability to perform their duties as Board Member)
 - xi. The Board Nomination Committee informs the Board of:
 - 1. The original list of nominees;
 - 2. The proposed Slate of final nominees and motivation.
 - xii. The Board Nomination Committee proposes the Slate to the Board for approval. Nomination materials will be shared with the Board upon request.
 - xiii. The Slate is approved by majority vote.
 - b. The Slate is put to vote to all members of the Society. Voting may be separated by categories defined by the Board.
 - i. The completed Conflict of Interest form provided by all nominees on the Slate will be shared with the members of the Society, together with the call to vote.
 - c. Nominees with the highest number of votes become the new Board members, provided they accept the responsibilities as laid down in the Statutes and the Bylaws.
7. Board member duties
- a. Participation in Board Meetings is expected. In the case that a Board Member is not able to attend, they should notify the President or Podium representative in advance, and review the meeting minutes as soon as possible but before the next meeting.
 - b. Board members should participate in at least one Committee.
 - c. Board members must declare any potential conflict of interest to the Board before the board votes about any issue related to companies. Conflicts of interest with one or more companies associated with the vote include:
 - i. Any relevant financial relationships that a board member, or his/her spouse or life partner, have with the company (including consultancy, etc.)
 - ii. Any relevant relationships to products or devices that a board member, or his/her spouse or life partner, have with the company (including intellectual property or marketing involvement)
 - iii. The Board may request that members with conflicts of interest abstain from the vote

General Meeting

- 1. The general meeting is an assembly to which all members of the BCI society are invited.
- 2. All votes will be cast orally unless a written vote will be deemed desirable by the President or one of the persons entitled to vote will have made the relative request prior to the vote. Written votes will be cast by unsigned sealed ballot papers. Voting can also be conducted by cast of hands.

Awards

- 1. The society may create awards to recognize excellence related to scientific, clinical, or professional contributions to the field of BCI. The Board must approve the creation of an award by majority vote.
- 2. Awards should be overseen by a formal committee to include at least one Board Member.
 - a. Committee members may not be nominated for the award under consideration.
 - b. Committee members may not submit nominations for the award under consideration.
- 3. Awardees should be part of the general assembly, but not actively serving on the BCI Society Board.

4. Eligibility criteria, judging criteria, and review process information should be approved by the Board and disseminated to the general assembly.
 - a. A minimum of 4 weeks should be given for the nomination/application period.

Single Event Endorsement

1. The Society may endorse events such as conferences, workshops, hackathons, symposia, training schools, or other activities related to BCIs if the aims of the host organization align with those of the BCI Society.
 - a. The organizing committee must include established BCI practitioners and/or researchers.
 - b. BCI must be a significant focus of the proposed organization or event.
 - c. The organizing entity must have already approved the event and must be capable of hosting the event.
 - d. All events and organizers must be committed to ethical aspects including respect for participant confidentiality, publication and invention rights, ethical media interaction, non-discrimination, and appropriate overall goals of both the event and organizers.
 - e. The organizing entity may not be a for-profit organization
 - f. If abstract submission is part of the event, abstracts must be peer-reviewed.
2. All proposed endorsements require review and approval by members of the BCI Society Board.
3. Categories of endorsement that define the responsibilities of the BCI Society can be approved by majority vote of the BCI Board
 - a. Category definitions must be communicated to the general assembly
 - b. For some (or all) categories, it may be specified that BCI Society members receive a discount for participation fees.
 - c. The approval process should be specified for each category (e.g. approval by majority vote of the Board or approval by two or more members)
4. It is expected that organizing entities will inform the BCI Society of major changes such as a cancellation or postponement.
5. The BCI Society may withdraw from the agreement to endorse, if it decides the event no longer meets the criteria.
6. The BCI Society cannot endorse grant proposals unless being submitted on behalf of the Society (e.g. a grant to fund conference travel).

Partnerships with non-profit entities

1. The Society may enter partnerships with non-profit partners (NPPs) to serve the memberships of both parties by (at least) recurrent or regular cross-communication of event information, and potentially also joint event organization, and/or the provision of meeting or booth space at events organized by either party.
2. For partnerships with NPPs, the following requirements need to be met:
 - a. The NPP aligns with the mission, priorities, code of conduct of the BCI Society.
 - b. If the NPP has an individual membership category, membership must be open to all BCI Society members in good standing.
3. The process for attaining and maintaining status as a Non-Profit Partner (NPP) of the BCI Society (Policy for Non-Profit Partners of the BCI Society) requires approval by majority vote of the BCI Society Board.
4. The BCI Society Board will identify a Board member or representative to interface with the NPP. The designated representative will also have a mandate to negotiate proposed changes to the Policy in case of a conflict between the partner policies of the BCI Society and the NPP. Any changes will be subject to Board approval.

Memorial Tributes

1. Memorial Tributes may only be submitted for former BCI Society members. Only BCI Society members can submit a Memorial Tribute.

2. To avoid multiple Memorial Tributes being submitted for the same deceased, members interested in writing a Memorial Tribute should contact the Communications Committee first. The Communications Committee will then provide a template form for writing the Memorial Tribute.
3. Each Memorial Tribute must be reviewed and approved by two Board Members. Approval will depend on assessment of achievements and reputation in the BCI field.

Bylaw Approval

1. Bylaws may be updated with majority approval of the Board. Proposed changes will be circulated for a vote and comment. If no comments or objections are received within 1 week, the changes are considered to be approved.

Conflict of Interest Policy

1. All Board members are required to complete a Conflict of Interest form on a yearly basis, and to report any relevant changes to the Board within 30 days. To facilitate the latter, Conflict of Interest will be a recurring topic on the Board meeting agenda. Completed Conflict of Interest forms of all Board members are placed on the BCI Society website.
2. In case of relevant changes in the Conflict of Interest of a Board member, the Board will discuss how to resolve the Conflict of Interest. The Board may decide to vote on whether or not the respective individual can remain on the Board.
3. In all instances where a Board member has a Conflict of Interest, he/she must recuse themselves from the discussion regarding the matter related to the Conflict. In addition, the Board member cannot vote on the matter comprising the Conflict.
4. Any Board member can call for a vote to exclude a Board member from discussing or voting on matters that comprise a Conflict of Interest.
5. Board members are not allowed to associate the Society with any given company.