



**FASEB**

Federation of American Societies  
for Experimental Biology

## **LEADERSHIP HANDBOOK**

*Revised July 19, 2017*

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## FOREWORD

The Federation of American Societies for Experimental Biology (FASEB) advances biological science by promoting scientific progress and education through advocacy consistent with its status as a 501(c)(3) organization, leading to improvements in human health. FASEB also serves in other capacities in which the member societies can function more efficiently as a group than as individual units. The Federation advances health and welfare by promoting progress and education in biological and biomedical sciences through service to its member societies and collaborative advocacy.

FASEB member scientific societies can be most effective in public policy by acting in concert. Science policy analysis, the development of consensus on policy issues, and advocacy for those policies constitute the core of the FASEB public affairs program. The Federation also provides logistic support and specialized services to its member societies in order to assist them in meeting their goals.

The Board of Directors is FASEB's governing body. It is the vision and advice of the Board and its committees that guide the Federation in the fulfillment of its mission. Furthermore, the Board has an essential fiduciary responsibility to manage FASEB's business affairs. FASEB developed this handbook for Board and committee members as a guide to the governance of the Federation, and to serve as a resource to assist in understanding its policies and procedures. For more detailed information about FASEB's governance, the [Bylaws](#) can be found on the [FASEB website](#) at [www.faseb.org](http://www.faseb.org).

The handbook will be updated periodically, and suggestions for its improvement are welcome.

## **INTRODUCTION**

FASEB is a corporate body of independent societies governed by a Board of Directors. There are no “individual” FASEB members; member societies nominate individuals from their memberships to serve on the FASEB Board and committees, and to provide advice and assistance in FASEB activities.

FASEB’s mission is to advance health and welfare by promoting progress and education in biological and biomedical sciences through service to its member societies and collaborative advocacy.

## **HEADQUARTERS**

Headquarters for FASEB and seven of its member societies are located at 9650 Rockville Pike in Bethesda, Maryland. The FASEB-owned campus is named the Beaumont campus after the pioneer physiologist, William Beaumont.

When the property was acquired in 1954, the existing stone mansion was converted to an office building and named Beaumont House. The Milton O. Lee Building, named for the first executive officer of the Federation, was constructed in successive stages between 1961 and 1986. A parking deck with 215 parking spaces opened in the spring of 2003, and in January of 2004, the East Wing was completed, adding 50,000 square feet of office space to the campus for a total of approximately 167,000 square feet.

## **GOVERNANCE**

### **Authority**

The Federation Board has the responsibility for control and general management of all affairs of the Federation. The Board controls and is responsible for all assets of the Federation. It establishes an annual budget proposed by the Finance Committee, and determines the annual dues for member societies. Any member society or the FASEB Executive Director may refer matters to the Board for consideration.

### **Responsibility**

The Federation Board has important legal responsibilities. These include the fiduciary duties, which require attentiveness and diligence in overseeing the operations of FASEB, and loyalty, which requires that the interests of FASEB supersede any personal, business, or other interests of Board members.

As the repository of the ultimate corporate authority, members of the Federation Board, when acting in their official capacity, must also be mindful of the potential impact of their actions on FASEB, including purporting to speak for FASEB and interacting with FASEB staff.

## Board Composition

The Federation is governed by a Board of Directors consisting of the following members:

<b>Officers</b>	<b>Term</b>	<b>Voting Status</b>
President	1 yr	Voting in the event of a tie
President-Elect	1 yr	Voting
Immediate Past President	1 yr	Non-voting
Vice President for Science Policy	1 yr	Voting
Treasurer	2 yrs	Voting
Secretary/Executive Director	N/A	Non-voting

### **Directors**

One appointee from each Member Society      4 yrs      Voting

### **Other Leadership Positions**

Vice President-Elect for Science Policy	1 yr	Non-voting
Immediate Past Vice Pres. for Science Policy	1 yr	Non-voting
Treasurer-Elect	1 yr	Non-voting

### **Advisors**

One advisor from each Member Society (optional)	1yr	Non-voting
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All terms of office commence on July 1 following elections, with the exception of the Secretary. The Executive Director of the Federation serves as Secretary of the Board and serves throughout the contractual period.

The Board meets three times a year in person (usually in March, June and December) and by conference call the other nine months of the year. Special meetings may be scheduled as determined by the President.

A quorum of the Board consists of a majority of all the voting members of the Board, not including the President. All votes require a simple majority (of those members present and voting) to pass, with the exception of approving amendments to the bylaws, which require a two-thirds majority. To take action by written ballot, a majority vote of all voting Board members is required. The ballot may be delivered to the Board members by any means deemed appropriate. Board members may not vote by proxy.

If a Director cannot complete his or her term, the member society may appoint a representative to finish that term.

## **OFFICERS**

One must be a FASEB society member to serve as an officer (excluding the Secretary). If a Board representative appointed by a member society becomes an officer of the Federation, that

person may not serve the remainder of that term; however, the society may appoint a replacement to finish the term. No member may serve in two officer positions simultaneously.

### **President**

The President-Elect takes office as President on July 1 following his or her term as President-Elect. The President serves as chair of the Board of Directors, and as a voting member of the Executive Committee and the Public Affairs Committee. The President presides at Board meetings, but votes only in the event of a tie. The President is also an ex officio, non-voting member of all other committees. On all external matters, such as public affairs, the President is the chief spokesperson for FASEB when representing FASEB policies to the public.

### **President-Elect**

The President-Elect is elected annually by the Board, from among current Board members and individuals who have served on the Board within the prior two years. The President-Elect is a voting member of the Board. In the absence of the President, the President-Elect presides at meetings of the Board, voting only in the event of a tie. The President-Elect serves as the chair of the Public Affairs Committee as a voting member.

### **Immediate Past President**

The Immediate Past President serves a one-year term as an officer of the Federation, as a non-voting member of the Executive Committee, and as a non-voting member of the Board.

### **Treasurer**

The Finance Committee nominates one or more of its voting members for the position of Treasurer-Elect. After review of the nominees by the Executive Committee, the President recommends one nominee to the Federation Board for election.

The term of service includes one year as Treasurer-Elect, followed by two years as Treasurer. The Treasurer-Elect is a voting member of the Finance Committee, and may serve as an ex officio, non-voting member on other committees, as recommended by the President. The Treasurer is a voting member of the Board and chairs the Finance Committee as a voting member. The Treasurer may not serve concurrently as a society appointee to the Board.

The Treasurer is responsible to the Federation Board for safeguarding the funds of the Federation and advises the Board concerning the propriety of fiscal practices relating to established Federation policies.

### **Vice President for Science Policy**

The Vice President for Science Policy is a voting member of the Board. The Board member elected to this position serves a three-year term on the Science Policy Committee. In the first year of the term, the Vice President-Elect for Science Policy is a voting member of the committee. In the second year of service, the Vice President for Science Policy serves as chair of the committee as a non-voting member and relinquishes his or her role as a society appointee to the Board. In the third year, the Immediate Past Vice President for Science Policy serves as a non-voting member of the Board and as a voting member of the Science Policy Committee.

## **Secretary**

The Executive Director of the Federation serves as the Secretary of the corporation and as a non-voting member of the Board. The Secretary is responsible for giving notice of the Federation Board meetings and ensuring that minutes are properly recorded. The Secretary is also responsible for assuring that all documents required by law are properly kept and filed for the archival records of the Federation, and for performing such other duties as may be assigned by the President or by the Federation Board.

## **COMMITTEES**

Service on committees provides Board members with the widest possible exposure to FASEB activities. Committees listed in the Bylaws are “standing” committees. Other committees established by the Board are referred to as “ordinary” committees. Ordinary committees may be chartered for an indefinite period or may be ad hoc.

### **Standing Committees**

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#### **Executive Committee**

The Executive Committee is composed of the President, President-Elect, Immediate Past President, Treasurer, Vice President for Science Policy, and Secretary. The President chairs the committee and sets the agenda. The Executive Director serves as Secretary of the committee. Individuals may be invited to participate in meetings at the discretion of the President (e.g., the Treasurer-Elect and the Deputy Executive Director for Policy). The committee approves interim appointments to FASEB committees and acts on behalf of the Board between regular Board meetings on issues requiring timely action. The committee acts as the Federation’s Nominating Committee for selecting a slate of officers and as a Search Committee for the Executive Director.

#### **Executive Officers Advisory Committee**

The Executive Director of the Federation and the executive officers of the member societies comprise the Executive Officers Advisory Committee. This committee is chaired by the Executive Director of the Federation or in his/her absence, by one of the society executive officers. The Executive Officers Advisory Committee addresses items of mutual interest to the Federation and the member societies. Reports of the meetings are presented at Federation Board meetings.

#### **Finance Committee**

The Finance Committee is comprised of the Treasurer, Treasurer-Elect (when in effect), and at least six additional members (not to exceed twelve). The Federation Board appoints the committee members for terms of three years. Additionally, the President, President-Elect, Immediate Past President, and Treasurer serve on the Finance Committee as ex officio non-voting members.

In making appointments to the Finance Committee, the Board considers nominations from the member societies, and seeks persons with financial experience. Additionally, in making appointments, the Board will give consideration to ensuring, as much as possible, a balance of representation from founding and other societies, from on-campus and off-campus societies, as well as a from large and small societies. Terms are staggered so that approximately 1/3 of committee members rotate off each year. No society may have more than one representative on



the Finance Committee. (Note: the Treasurer and officers in the presidential line are not considered society representatives.)

The Finance Committee, in consultation with the Executive Director, is responsible for recommending an annual budget to the Federation Board; safeguarding the invested funds of the Federation; recommending an investment policy for the Federation (subject to approval by the Federation Board); performing all negotiations with duly authorized investment counselors; and in all other ways, to assist the Treasurer.

### **Membership Committee**

The Membership Committee is composed of the FASEB President, President-Elect, Immediate Past President, and at least four individuals who currently serve, or have served on, the Board of Directors within the prior two years, and at least one executive officer from a FASEB member society. Volunteers to serve on the Membership Committee are sought each June, and are appointed by the Board from among those who are eligible and who volunteer to serve.

The Membership Committee meets by teleconference as needed and, when necessary, may meet face-to-face in conjunction with a FASEB Board of Directors meeting.

The Membership Committee reviews applications for FASEB membership and reports the conclusions of their deliberations to the Board; makes recommendations to the Board regarding membership criteria, makes recommendations of candidate organizations that should be approached regarding possible FASEB membership, addresses issues of membership retention and membership admission, and addresses any other topics related to FASEB membership.

### **Public Affairs Committee**

The Public Affairs Committee (PAC) is composed of the President, President-Elect, Immediate Past President, Vice President for Science Policy, Vice President-Elect for Science Policy, Past Vice President for Science Policy, Treasurer, and two additional Board members who are nominated and elected by the Board for one-year terms. To be elected to the PAC, one must be a current FASEB Board member whose term extends beyond June 30 of the current year, or an individual whose term on the Board will begin on July 1 of the current year. The PAC is charged with coordinating the public policy activities of the Federation.

The PAC holds a monthly conference call and meets face-to-face twice annually to discuss public affairs strategies for reaching organizational goals. These face-to-face meetings are held in the spring and in the fall, typically on dates adjacent to the meetings of the Finance Committee. Meetings are open to all interested Board members, society executives, and public affairs staff.

The FASEB President-Elect serves as chair of the PAC as a voting member. The Deputy Executive Director for Policy serves as an ex officio, non-voting member of the PAC, and serves as the Secretary of the committee. The Executive Director serves as an ex officio, non-voting member of the committee.

### **Publications and Communications Committee**

The Publications and Communications Committee (PCC) reviews the fiscal and other performances of FASEB publications including, but not limited to, *The FASEB Journal*.

It is composed of up to one appointee from each of the member societies and a chair, appointed by the Board from among committee members. The Executive Director serves as an ex officio,

non-voting member of the committee. The Editor-in-Chief of *The FASEB Journal* and the executive officers of the member societies are ex officio, non-voting members.

### **Science Policy Committee**

The Science Policy Committee (SPC) is composed of one appointee from each member society. The Vice President for Science Policy serves as chair of the committee. The Vice President-Elect for Science Policy serves as chair in the absence of the Vice President for Science Policy. Non-voting ad hoc members with special expertise may be invited by the Vice President for Science Policy to participate in the activities of the committee without a vote. The Deputy Executive Director for Policy and the Executive Director serve as ex officio, non-voting members of the SPC.

The committee monitors and advises the President and the FASEB Board on public policy issues of importance to the Federation and its members, and develops position statements reflective of the interest of biomedical scientists.

Much of the work of the SPC is done through subcommittees that focus on specific issues of interest to the committee members and to FASEB. SPC members are expected to serve on at least one subcommittee, which will help to ensure that subcommittees have sufficient representation by SPC society representatives. Subcommittee members will serve three-year terms for standing subcommittees and one-year terms, or for the duration of the subcommittee's existence if the duration is less than one year, for ad hoc subcommittees.

#### **Subcommittees of the Science Policy Committee**

**Animals in Research and Education Subcommittee** is a standing subcommittee charged with: 1) promoting FASEB's positions and statements on principles on the humane use of animals in research and education; 2) monitoring and responding to legislation and policies related to the use of animals in research, and developing new positions as necessary; 3) developing educational materials on the biomedical advances made possible through the use of animal models and the regulatory schema protecting the welfare of animals used in research; and 4) promoting sound animal welfare standards and practices based on sound science.

**Breakthroughs in Bioscience Subcommittee** develops articles that are easily accessible to a broad audience of non-scientists including legislators, policy makers, and the general public. The subcommittee is a standing subcommittee of the SPC.

**Data Science and Informatics Subcommittee** monitors issues and develops proactive policies on topics related to data science, computational biology, and informatics in biological and medical research.

**Clinical and Translational Research Subcommittee** monitors issues and develops policy statements related to clinical and translational research.

**Shared Research Resources Subcommittee** evaluates the shared resource landscape, identifies current barriers, and explores strategies to promote greater support for, and utilization of, shared resources

**Training and Career Opportunities Subcommittee** monitors and responds to legislative and administrative policy issues related to the training and career development of graduate students, postdocs, and early career investigators in the biomedical sciences. The

subcommittee also tracks and analyzes data on the biomedical workforce and develops and promotes training and career resources aimed at improving the training environment.

## **Ordinary Committees**

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### **Excellence in Science Award Committee**

The Excellence in Science Award Committee is composed of up to one appointee from each member society. The chair is appointed by the Board from the committee's membership as a voting member. The Executive Director serves as an ex officio, non-voting member.

The award recognizes a woman whose career achievements have contributed significantly to further our understanding of a particular discipline by excellence in research. The committee reviews nominee submissions and makes a recommendation to the Board of Directors.

### **Protection of Human Subjects Committee**

The Protection of Human Subjects Committee is composed of three executive officers of FASEB member societies and the FASEB Executive Director. Committee members must be knowledgeable about human subject protection regulations. The committee is authorized to determine if a FASEB member society program involving surveys that evaluate educational programs and other social science endeavors are exempt from IRB review (under HHS regulations at 45 CFR 46.101(b)). The committee shall ensure the appropriate communication of such a policy to all investigators.

### **Science Research Conferences Advisory Committee**

The Science Research Conferences Advisory Committee is composed of up to one appointee from each of the member societies. The committee determines conference topics and organizers, and is responsible for recommending policies and standards for the conduct of the conferences. To broaden the number of fields of science represented in a balanced conference series, ad hoc members are appointed as needed. The chair is designated by the Board from the committee's membership. The Executive Director of the Federation is a non-voting member of the committee.

## **FASEB DEPARTMENTS**

The following are the departments of the Federation and the services they provide.

### **Executive Office**

The FASEB Executive Office provides administrative support for the activities of the Board and many of the Board committees, including the Executive Committee. It coordinates communication between the Federation and member societies and provides oversight and direction for the FASEB departments. The Executive Director of the Federation is appointed by a two-thirds majority of the Federation Board and serves as the chief executive officer and the Secretary of the corporation, is responsible to the President and Treasurer for the funds and securities of the Federation, and advises the Finance Committee on the preparation of an annual budget for approval by the Federation Board. The Executive Director negotiates with external agencies on behalf of the Federation with the advice and consent of the Board.

## **Financial Services**

The Financial Services Department maintains a computerized accounting system and reports Federation financial results in accordance with the latest professional accounting standards. General accounting services include payroll, accounts receivable, cash receipts, accounts payable, budget vs. actual reports, investment reports, bank reconciliations, and project accounting. FASEB also provides professional accounting services under contract for other scientific organizations and scientific meetings.

## **Human Resources**

The Office of Human Resources (HR) provides recruiting, screening, placement, and payroll services, and it administers employee benefits programs for FASEB and society staff. HR monitors compliance with all federal and state reporting and disclosure requirements and ensures compliance with equal employment opportunity for FASEB and the societies. HR administers the salary and performance management program for FASEB.

## **Office of Sponsored Programs, Diversity and Grants Administration**

This office is responsible for supporting all grant-related activities at FASEB including administration, management and logistic support for the federally funded FASEB Diversity Resources Programs that offer support training, career development and research education opportunities for students, postdocs, and early-career scientists from underrepresented groups. The office also manages career services for biomedical career development and workforce recruitment.

## **Public Affairs**

The Office of Public Affairs (OPA) works closely with the FASEB Board, Science Policy Committee, and Public Affairs Committee to develop and promote policies relating to concerns of investigators in the biomedical sciences. OPA conducts policy research, develops position statements, collects information on legislative issues, plans strategic initiatives, informs policy makers, and works with FASEB leadership to present FASEB policies in executive, legislative, and other policy-making settings.

## **Publications**

The Office of Publications provides both support and forums for scientific publishing. *The FASEB Journal* is the primary publishing activity for the department. In addition, the office produces programs and abstracts for various scientific meetings, oversees the FASEB Directory of Members, and works with other FASEB and non-FASEB societies on their publishing efforts.

## **Society Management Services and Marketing Office**

The Society Management Services and Marketing Office provides contracted services to member societies and other nonprofit organizations in the life sciences. These include personnel to serve as executive directors, business managers, and meeting planners. The office also offers logistical support for conferences and meetings, membership services (dues, registration, and subscription support), accounting and financial services, publication services (managing editors, publication managers, and editorial clerks), marketing and sales staff, and information technology support.

## **Information Technology**

Information technology provides data and voice infrastructure services for the Beaumont campus, member societies, and clients. These services include desktop and server support, data backup, data security for desktops and servers, security audits, web development and migration, web and database integration, database development and support, software development, data network design and support, and voice network design and support.

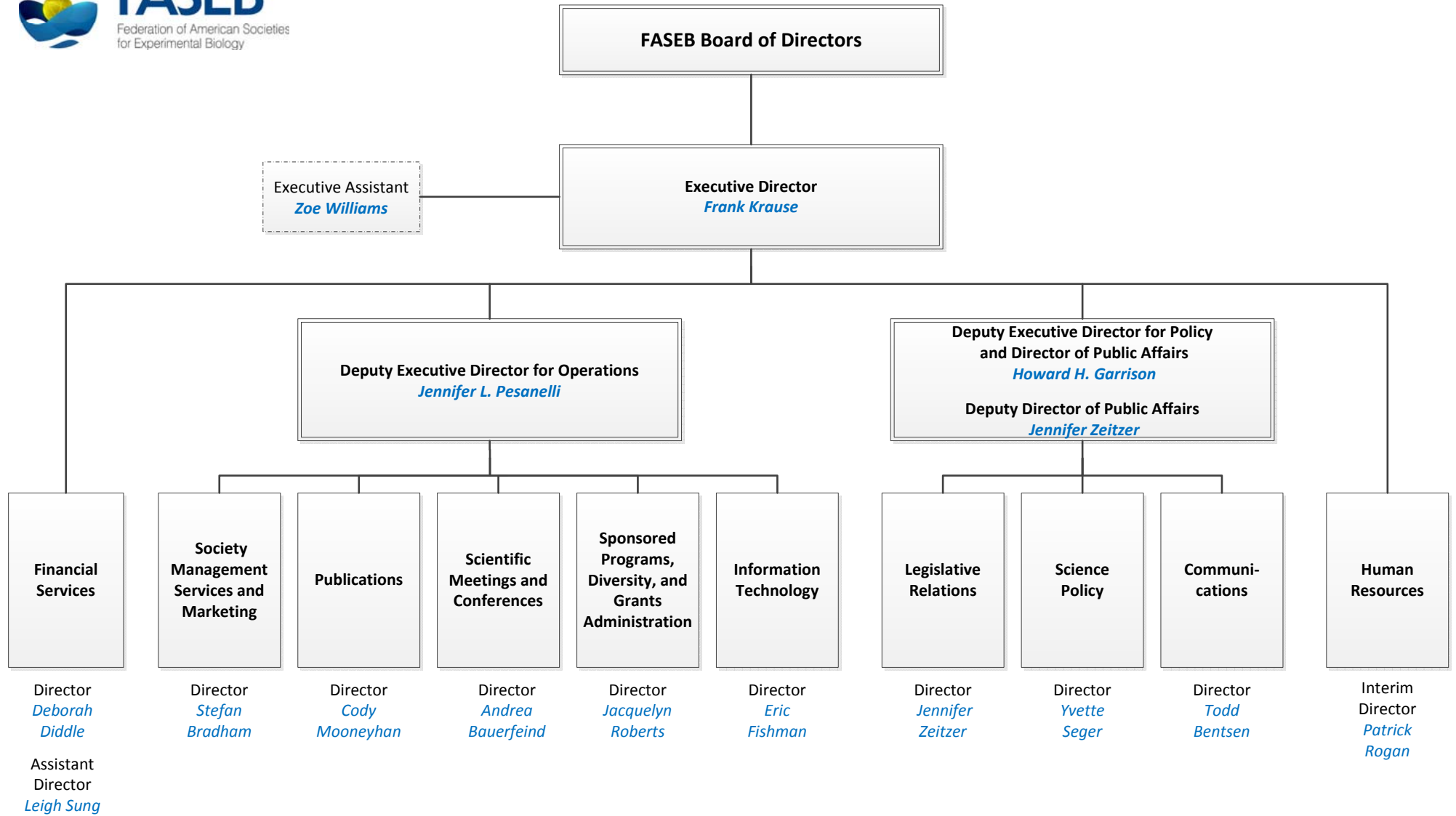
## **Office of Scientific Meetings and Conferences**

The Office of Scientific Meetings and Conferences (OSMC) manages the FASEB Science Research Conferences (SRCs) at various locations around the world. It also provides meeting operational and logistical support to FASEB member societies and non-member organizations.

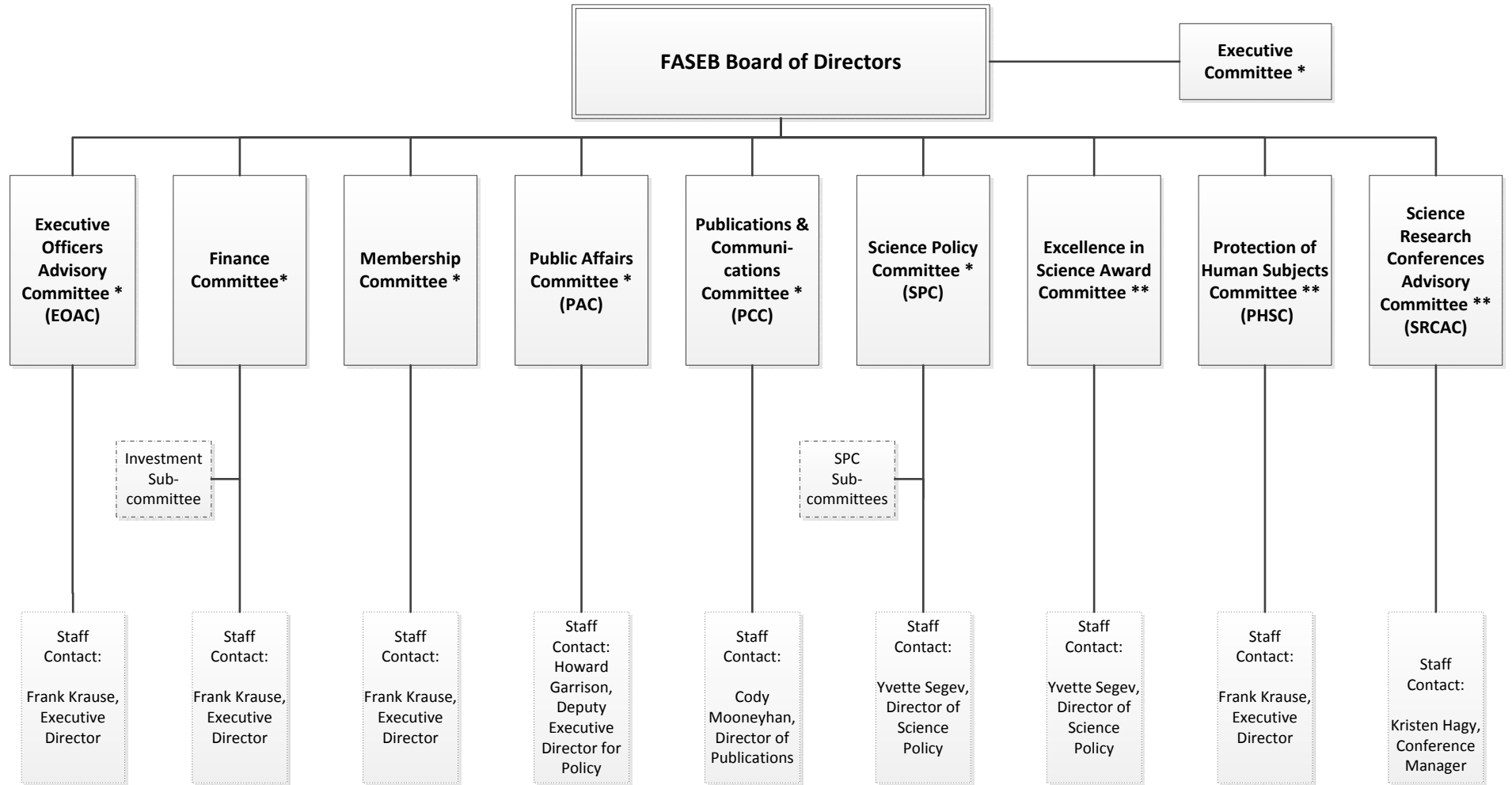
## FASEB MEMBER SOCIETIES

### In Order by Date Joined

APS	The American Physiological Society (1912)
ASBMB	American Society for Biochemistry and Molecular Biology (1912)
ASPET	American Society for Pharmacology and Experimental Therapeutics (1912)
ASIP	American Society for Investigative Pathology (1913)
ASN	American Society for Nutrition (1940)
AAI	The American Association of Immunologists (1942)
AAA	American Association of Anatomists (1993)
PS	The Protein Society (1995)
SDB	Society for Developmental Biology (1996)
APEPS	American Peptide Society (1996)
ASBMR	American Society for Bone and Mineral Research (1997)
ABRF	Association of Biomolecular Resource Facilities (1998)
ASCI	The American Society for Clinical Investigation (1998)
SSR	Society for the Study of Reproduction (1998)
TS	The Teratology Society (1998)
ES	Endocrine Society (1999)
ASHG	The American Society of Human Genetics (1999)
ISCB	International Society for Computational Biology (2003)
ACSM	American College of Sports Medicine (2005)
BMES	Biomedical Engineering Society (2009)
GSA	Genetics Society of America (2010)
AFMR	American Federation for Medical Research (2010)
HSC	The Histochemical Society (HSC) (2011)
SPR	Society for Pediatric Research (2012)
SFG	Society for Glycobiology (2012)
AMP	Association for Molecular Pathology (2013)
SFRBM	Society for Free Radical Biology and Medicine (2014)
SEBM	Society for Experimental Biology and Medicine (2016)
AGE	American Aging Association (2016)
USHUPO	US Human Proteome Organization (2016)
SOT	Society of Toxicology (2017)



**FASEB Committee Structure**



\* Standing Committees  
\*\* Ordinary Committees



**FASEB BOARD AND COMMITTEE MEETING SCHEDULES**

Board of Directors Conference Calls	Board of Directors Face-to-Face Meetings	Executive Committee Conference Calls	Finance Committee Face-to-Face Meetings	Executive Officers Advisory Committee Meetings	Public Affairs Committee Conference Calls and Face-to-Face Meetings	Science Policy Committee Conference Calls	Publications & Communications Committee Face-to-Face Meeting	Science Research Conferences Advisory Committee Conference Call	Excellence in Science Award Committee Conference Calls	Protection of Human Subjects Committee Meetings	Membership Committee Meetings
Monthly 2nd Tuesday 2 pm	March, June, and December (1.5 to 2 days)	Weekly Fridays at Noon	Semi-Annually May, November	Monthly 1st Tuesday 10:30 am	Calls-Monthly 3rd Friday Noon Face-to-Face May/November	Monthly 4th Tuesday 4:15 pm	Annually Spring Full day	Annually Fall ½ Day	Annually by conference call Spring	As needed usually by e-mail	As needed usually by conference call
<u>Participants</u> Board of Directors Board Advisors Executive Director Deputy Executive Director for Policy OPA Staff Executive Officers Society PA Staff Staff Liaison	<u>Participants</u> Board of Directors Science Policy Committee (June) Board Advisors Executive Director Deputy Executive Director for Policy Director of Financial Services Deputy Executive Director for Operations OPA Staff Executive Officers Society PA Staff Staff Liaison	<u>Participants</u> President President-Elect Immediate Past President Treasurer Vice President for Science Policy Executive Director Deputy Executive Director for Policy Staff Liaison	<u>Participants</u> Finance Committee Executive Director Executive Officers Society Finance Staff Director of Financial Services Staff Liaison	<u>Participants</u> Executive Director Member Society Executive Officers (some by conference call, some face-to-face)	<u>Participants</u> President President-Elect Immediate Past President Treasurer Vice President for Science Policy 2 Members appointed by the Board Executive Director Deputy Executive Director for Policy OPA Staff Staff Liaison	<u>Participants</u> Committee Members Executive Director OPA Staff Member Society PA Staff Executive Officers Staff Liaison	<u>Participants</u> Committee Members Executive Director Treasurer Treasurer-Elect Executive Officers PCC Staff Staff Liaison	<u>Participants</u> Committee Members Executive Director SRC Staff Staff Liaison	<u>Participants</u> Committee Members Executive Director Staff Liaison	<u>Participants</u> Committee Members	<u>Participants</u> Committee Members Staff Liaison