



FRANCE-BIOIMAGING

**PROPOSED
RULES OF PROCEDURE
FOR THE FRANCE BIOIMAGING INDUSTRY
COMMITTEE**

Purpose of the paper

To request the France Bioimaging (FBI) Industry Committee to agree on their Rules of Procedure

Voting requirements

2/3 majority of all members present and voting

Action required

The France Bioimaging Industry Committee is requested to approve the rules.

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Purpose

These Rules of Procedure apply to the France Bioluminescence Industry Committee (hereinafter FBI-IC) which is composed of the signatories of the Industry Committee Membership scheme. The companies signing the Membership scheme will be called "Members" hereinafter.

Rule 1 –Composition

Members

1. The FBI-IC consists of one representative of each company (Delegate) and one substitute, appointed by the Member for one year with automatic extension unless the Member decides differently in which case rules of the Membership agreement should be observed.
2. The FBI-IC is established when at least 8 companies sign the membership agreement. In a second phase, the Membership Agreement will be open for signature to other interested companies.

Chair and Vice-Chair

4. The Chair, or the Vice-Chair who is acting as chair, shall participate in the proceedings as such, and not as a Delegate. This provision shall not apply if the Chair or the Vice-Chair is the only Delegate representing a Member.

External advisers

5. The Chair may decide to call in advisers who are not part of the FBI-IC to give advice on certain matters.

Associated members

6. The FBI-IC can accept an expression of interest by non-signatory companies to keep them informed about the actions of the FBI-IC on a regular basis through FBI-IC newsletters and other communication channels provided by FBI if necessary. These companies may join one session of FBI-IC meetings as observers and get access to the protocol of the previous meeting.

Rule 2 – Election of the Chair and Vice-Chair

1. The FBI-IC shall elect a Chair and a Vice Chair among the Delegates in written procedure or at a physical meeting. These appointments are effective immediately and incumbents shall normally hold office for one year and can be re-elected for the maximum duration of 2 years total.
2. The Chair and a vice-Chair must not represent the same Member. When electing the Chair, the Committee will consider equal representation of various kinds of companies in the Committee. Taking into consideration the size and diversity of the FBI-IC is mandatory for chair and vice-chair designation.
3. Nominations for Chair and Vice-Chair shall be submitted in writing by at least one member of the France Bioluminescence Industry Committee to the France Bioluminescence Executive Committee.

4. For the election of the Chair and Vice-Chair a two-thirds majority of all voting Members is required. If none of the candidates reaches two-thirds of the votes, the secret ballot shall be repeated by eliminating the candidate with the least votes until one of the candidates reaches two-thirds of the votes.

Rule 3 – Chair

1. The Chair shall conduct the proceedings in the FBI-IC and shall ensure that these Rules are observed.
2. If the Chair is unable to attend, the FBI-IC shall invite the Vice-Chair to take the chair.
3. If the Vice-Chair is unable to take the chair, the FBI Industry Committee shall appoint a chair ad hoc among those Delegates present.

Rule 4 – Industry Committee and FBI secretariat

1. The FBI-IC will be supported by the FBI National coordination (UMS 3714).
2. FBI shall provide assistance to the Chair, ensuring the organization of the FBI-IC meetings (including also the preparation of documents) as well as carrying out the joint activities as defined by the FBI-IC and FBI Executive Board.
3. The FBI National coordination will provide secretariat and communications support to the FBI-IC.

Rule 5 – Meetings and Decisions

General

1. The FBI-IC shall organize 6-monthly meetings and additional conference calls as needed. Meetings can be physical or by conference call. Online participation on physical meeting (video or audio) will be accepted and provided whenever possible. The Chair shall call for these meetings and conference calls and decide on the type of the meeting.
2. If required by at least one third of the members, the Chair shall convene an extraordinary meeting of the FBI-IC. The Chair may call an extraordinary meeting if justified by unforeseen developments.

Preparation of agenda

3. A draft agenda shall be prepared by the Chair with the support of the FBI National coordination.
4. Each FBI-IC delegate shall be entitled to demand that items specified by him be placed on the agenda of a meeting of the FBI-IC. These requests should be sent to the Industry Committee Manager no less than 7 calendar days before the date agreed for the meeting.
5. The draft agenda can be sent 7 days before the meeting. The final agenda shall be sent to

the Delegates no less than 3 calendar days before the date agreed for the meeting. Papers or documents to be considered by the FBI-IC must be circulated in time for them to reach Delegates, if possible, at least 7 calendar days before the date of the meeting.

6. The draft agenda for a meeting shall be considered for adoption at the opening of the meeting. Supplementary items for discussion may be added to the agenda during the meeting.

Minutes of meetings and conference calls

7. Draft minutes of each meeting and conference call of the FBI-IC, giving the substance of the discussion and recording the decisions reached, shall be prepared with the assistance of the FBI National coordination secretariat under the responsibility of the Chair. They shall be circulated to all Delegates at latest 21 calendar days after the meeting
8. Minutes will be approved as first agenda item of the next meeting.

Quorum

9. The presence of Delegates of 1/2 of all Members shall be necessary to constitute a Quorum at any meeting of the FBI-IC.
10. If the Quorum is not reached, the Chair may either adjourn the session to a later date, or declare the session an informal assembly.

Rule 6 – Voting

1. Each Member shall have one single indivisible vote. A Delegate will be authorised to vote on behalf of the Member.
2. The FBI secretariat shall have no voting rights.
3. The Chair or the Vice-Chair who is acting as chair shall have no voting rights. This provision shall not apply if the Chair or the Vice-Chair is the only Delegate representing a Member.
4. Decisions by the FBI-IC shall normally be taken by a simple majority of the members present and voting. The adoption of changes of Rules of Procedure require that the decision is taken by a 2/3 majority of the members present and voting. In view of the joint responsibility of the FBI-IC members, 2/3 majority should be aimed for. The FBI-IC may wish to define other cases which require a 2/3 majority.
5. Votes shall normally be taken by show of hands during physical meetings, or one by one during conference calls or in writing to the whole FBI-IC. The Industry Committee Secretary shall collect the votes and provide them to the Chair for counting.

Rule 7 – Language

The French language shall govern all minutes, meetings and processes related to FBI-IC. The English language shall govern all public documents and communications related to FBI-IC.

Rule 8 – Entry into Force and Amendments

1. These Rules of Procedure shall come into effect on the date of their adoption by the FBI-IC.
2. These Rules of Procedure may be amended by the FBI-IC.