

AgBioData By-Laws Final Version 12/05/2022

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1. Overview
 - 1.1. AgBioData (founded in January 2015) is a consortium of agricultural biological databases and associated resources working together to ensure standards and best practices for the acquisition, display, and retrieval of genomic, genetic, and breeding data.

2. Objectives of the AgBioData Consortium
 - 2.1. Identify common FAIR (Findability, Accessibility, Interoperability, and Reusability) data management issues and work together for solutions.
 - 2.2. Leverage specific expertise within each database team across all members.
 - 2.3. Work with research communities, funding agencies and publishers to improve FAIR data practices.
 - 2.4. Develop shared curation, data management and data handling practices and protocols; work together on data sharing, and development of shared software components and tools.

3. General (Individual) Membership

3.1. Membership is open to anyone with interest or role in agricultural biological databases, including database professionals, students and professionals in research communities, representatives from funding agencies, and journals. Individuals of all nationalities, relevant disciplines, and organization types are welcome.

3.1.1. Members are encouraged to:

- 3.1.1.1. participate in monthly webinar conference calls,
- 3.1.1.2. make a reasonable effort to attend the annual meeting,
- 3.1.1.3. be willing to serve on one or more AgBioData working groups

3.1.2. Individual AgBioData Members who work with databases are encouraged to:

- 3.1.2.1. Nominate staff members for elected board positions.
- 3.1.2.2. Send representatives to the annual in-person meeting.
- 3.1.2.3. Follow recommendations generated by AgBioData Working Groups, to the extent possible and feasible.
- 3.1.2.4. Contribute to working groups either directly as participants or by providing feedback on working group deliverables.

3.1.3. Establishment of Membership

3.1.3.1. Membership requests are made through the AgBioData website (<https://www.agbiodata.org/user/register>). Registration includes name, email, database project(s), position, city, state, country, and optionally, state, and interest area of research and/or development, statement of interests, and affirmation that the AgBioData Consortium [Code of Conduct](#) will be followed.

3.1.4. Anticipated membership benefits include: i) Active and passive voting rights, including the election of the AgBioData Consortium Steering Committee; ii) Discounts for symposia, workshops, or other AgBioData Consortium events; iii) Access to the member-only area on the AgBioData Consortium website; iv) Electronic newsletter; v) Support of advocacy efforts to policymakers ; i) Access to the AgBioData online forums (e.g. Slack) for focused discussions ; vii) Increased visibility for databases through inclusion on AgBioData website and in outreach.

3.2. Termination of Membership

3.2.1. A Member may declare withdrawal of membership by written notice, including electronic communication, without stating a reason to agbiodata@gmail.com.

3.2.2. A Member may be expelled from the Consortium in accordance with the following: violation of the AgBioData Consortium [Code of Conduct](#) and at the discretion of the Steering Committee.

4. Member Databases

- 4.1. In addition to individual membership, the consortium is composed of member databases, data repositories and digital/electronic resources that store and disseminate data or digital artifacts that support agricultural research.
- 4.2. Member databases will be listed in the registry on the AgBioData website
- 4.3. Member databases may send representatives to participate in AgBioData booths at conferences or may ask to include brochures or other marketing materials
- 4.4. Member databases may include the AgBioData logo on their websites
- 4.5. Establishment of database/resource membership
 - 4.5.1. Interested resources should contact the program coordinator to express interest in joining
 - 4.5.2. Conditions of membership. Member databases, will to the best of their abilities:
 - 4.5.2.1. Follow AgBioData and FAIR data management best practices and recommendations (<https://www.agbiodata.org/recommendations>)
 - 4.5.2.2. Identify and individual point person for communication with AgBioData
 - 4.5.2.3. Encourage and actively support staff participation in AgBioData meetings, working groups and other activities.
 - 4.5.3. In addition, to be considered for membership the mission or goals of candidate resources should be aligned with those of the Consortium. Applicant resources will be evaluated by the Program Coordinator and subset of the SC and presented to the SC as a whole. SC members are responsible for raising any objections/concerns before the deadline specified for SC consideration of membership.

5. Structure of the Organization

The bodies of the Consortium are:

- 5.1. the General Assembly (GA)
- 5.2. the Steering Committee (SC)
- 5.3. the External Advisory Committee (EAC)
- 5.4. the AgBioData Consortium Coordinator
- 5.5. The Management Team

6. General Assembly

The General Assembly consists of all members of the Consortium.

- 6.1. Responsibilities
 - 6.1.1. The GA provides input toward the general goals.
 - 6.1.2. Participate in all-hands yearly meetings, attend monthly webinars, and participate in Working Groups.

6.2. Meetings

- 6.2.1. The GA shall meet at least once a year. These meetings may take place immediately before or after an existing related conference (e.g., the Plant and Animal Genome Conference) at or near the conference venue. The venue for each GA meeting is selected by the Steering Committee. In the event that there is no in-person GA assembly in a given year, the meeting will be held by means of video conferencing.
- 6.2.2. The Steering Committee shall send the meeting notification via email and post the meeting information on the AgBioData Consortium website, at least two months before the event. The notification shall include the date, time, venue (if applicable) and draft of the agenda. The final agenda shall be sent to the Members no less than 10 calendar days before the meeting.
- 6.2.3. Member participation in physical meetings by telephone or video conferencing is possible. Remote voting options will be provided to those on the telephone or video conferencing.
- 6.2.4. Meetings are led by the Chair of the Steering Committee.
- 6.2.5. Minutes of meetings shall be recorded and distributed to the GA within one month after the meeting. Minutes will also be archived at the AgBioData website.
Minutes shall record at a minimum including:
 - 6.2.5.1. the numbers of members present,
 - 6.2.5.2. topics discussed,
 - 6.2.5.3. any resolution on which a vote is taken, and the result of the vote.

6.3. Voting

- 6.3.1. Each Member has one vote. Voting may occur on an individual or per member database level. For database level voting, each database has one vote.
- 6.3.2. Unless otherwise provided for in these Statutes, the GA may only validly proceed if the following quorum is met: 20% of the Members must be present or represented at the meeting (not including current steering committee members), or respond to an electronic vote. In case the quorum is not met the Steering Committee shall convene a new meeting or conduct a new electronic vote survey within 60 days.
- 6.3.3. The GA takes its decisions by a simple majority of the votes. In case of a tied vote, the request is deemed to be rejected. In case of a tied vote for the election of candidates for office, e.g. for the Steering Committee, a run-off ballot shall be held immediately between the candidates. The candidate with the most votes is then elected.
- 6.3.4. The following decisions shall be taken by the GA with a quorum requirement of 20% of the total AgBioData Consortium membership and a simple majority of the votes cast: the election of members of the Steering Committee

6.3.5.

- 6.3.5.1. changes to by-laws, excluding minor text changes as described below.

7. Steering Committee

The Steering Committee consists of 10 members.

7.1. Steering Committee Elections

- 7.1.1. Elections shall be conducted annually the year before a departing member's term is up.
- 7.1.2. Elections shall be held one year in advance of the start of a given member's term, to allow them time to observe and learn about Steering Committee activities and operations.
- 7.1.3. An election is a three-step process:
Step #1 request nominees from the GA (self-nominations are allowed)
Step #2 if # of candidates is > 2X number of spots, a primary election will limit the number of candidates,
Step #3 final election.
The provisions of the process:
- 7.1.3.1. Nominations are requested from members of the GA (with nominators responsible to check with their nominee that they are members of the AgBioData Consortium and are willing and interested to serve).
- 7.1.3.2. The full list of candidates that accept the nomination is sent out to the GA for their vote. This list is pared down to 2X the number of seats available (with any ties retained for the ballot) creating the official ballot.
- 7.1.3.3. The official candidate list on the ballot is distributed electronically to the GA for their vote, with the top vote-getters seated as Steering Committee members. A run-off election must be conducted in the event of a tie.
- 7.1.4. The position of Chair will rotate among the members of the Steering Committee in alphanumeric order. The Chair will be responsible for soliciting agenda items for the bi-weekly meetings and running the meeting in a timely fashion. If the designated Chair is unavailable during their turn they must inform the Program Coordinator who will then assign to the next person on the list. The SC member who was skipped will be put back into the rotation at the next available opportunity.
- 7.1.5. The Steering Committee shall at all times follow the Code of Conduct and Privacy Policy of the AgBioData Consortium.
- 7.1.6. If an elected Steering Committee member steps down before his/her term ends, an interim board member will be appointed to finish out that term by

the remaining Steering Committee members. Efforts to maintain distribution of expertise and organization type will be made. In the event that more than one Steering Committee member steps down, a special election will be held.

- 7.1.7. The Steering Committee shall review and update the AgBioData Consortium Code of Conduct as needed.

8. Steering Committee Responsibilities

The Steering Committee is responsible for fostering relationships among individuals and organizations involved in agricultural biological databases as well as between individuals and other partners such as funding agencies, industry partners, and governments at all levels. Given that the Steering Committee is made up of members, committee members may cast votes in elections, by-laws ratifications, etc.

8.1. Roles of the Steering Committee

- 8.1.1. Execution of the decisions of the GA.
 - 8.1.2. Management of the daily affairs of the Consortium.
 - 8.1.3. Participate in preparation of the annual report.
 - 8.1.4. Propose rules of procedures for the Consortium.
 - 8.1.5. Plan and execute activities of the consortium.
 - 8.1.6. Appointment of the AgBioData Coordinator.
 - 8.1.7. Delegate tasks to the AgBioData Consortium Coordinator.
 - 8.1.8. Seek funding for the yearly meetings and sustainability of the consortium.
 - 8.1.9. Participate in working groups to ensure alignment of WG goals with AgBioData goals.
- 8.2. In case of conflict of interest between the Consortium and a Member who is serving as a member of the Steering Committee, that member shall recuse himself/herself and may be replaced by another member of the Steering Committee chosen by the GA for the decision in question if necessary. For the purpose of this clause "conflict of interest" shall be defined as any interest of a financial, commercial, or personal nature of the Steering Committee member or a close relative thereof which may appear to influence the member's decision.
 - 8.3. The GA may dismiss the members of the Steering Committee at any time by a vote of the GA.
 - 8.3.1. The member or group of members must identify themselves, and present to the membership a document stating their position for dismissal of the Steering Committee member.
 - 8.3.2. Within 60 days, a vote will be sent to the GA and will pass if votes 50% +1 vote
 - 8.4. The tenure of a Steering Committee member also ends by the expiration of its term, resignation, or death of the member. If a tenure ends before the regular expiration of the term of a Steering Committee member, an interim member will be assigned to take their place.

- 8.5. The Steering Committee shall meet on a bi-weekly basis with accommodations for holidays or scheduling conflicts that affect the majority of members. The meetings will be held by videoconferencing.
 - 8.6. Minutes of meetings shall be recorded and retained electronically.
 - 8.7. The Steering Committee does not receive any compensation for its activity.
9. External Advisory Committee
 - 9.1. Members of the External Advisory Committee (EAC) are recruited and appointed by the SC. The External Advisory Committee will consist of 5-7 members of the research community with expertise in relevant areas such as genomic, genetic, and breeding data, FAIR data management, diversity and inclusion, and educational outreach.
 - 9.2. The EAC will meet annually with members of the SC and Project Coordinator to assess progress on specific aims, provide guidance and recommend changes as needed. Members of the EAC can also be members of the GA, but need not be.
10. AgBioData Coordinator
 - 10.1. The Coordinator will be financed from grant funds and the position answers to the Steering Committee.
 - 10.2. The Coordinator supports the activities of the Steering Committee and External Advisory Committee, and reports to the Steering Committee, External Advisory Committee and the GA.
 - 10.3. The Coordinator shall maintain a secure registry of members' names and organizations and shall keep it updated.
 - 10.4. The Coordinator may be present for GA, SC and Executive Board meetings.
11. Management Team
 - 11.1. The Management team is a subset of the Steering Committee and consists of the PI and Co-PIs.
 - 11.2. The Management team is responsible for preparing and submitting the annual and final reports. The Management team will coordinate with other members the Steering Committee and the Program Coordinator to gather data and draft documents for the reports.
 - 11.3. The Management team is responsible for allocating funds and ensuring that they are used in accordance to the goals laid out in the RCN grant.. Phoenix Bioinformatics will provide quarterly financial statements to assist the management team in meeting their fiduciary duties.
12. Final Provisions
 - 12.1. If any provisions of these Bylaws are invalid, the remaining provisions shall nevertheless remain effective. The Steering Committee has to replace it with provisions that come next with the meaning and purpose of the invalid provisions;

the GA may replace the invalid provisions with new provisions recommended for approval by the Steering Committee.

- 12.2. Amendments that are necessary for the Consortium to to obtain and maintain non-profit status or for other compelling legal grounds, the Steering Committee may decide by a simple majority.
- 12.3. The Steering Committee shall review bylaws at least once a year and will bring suggested changes to the GA for discussion, resolution, and ratification by the GA.
- 12.4. The Steering Committee reserves the right to update the language in these bylaws on inconsequential items like spelling and grammatical changes to clarify meaning without calling for a vote.
- 12.5. These Bylaws may be amended in the future should AgBioData pursue non profit status. New Bylaws will be subject to a vote by the GA as previously described.