

# I.S.U.C.R.S. BY-LAWS

## ARTICLE I

### Name

Section I. This Society, founded in Mexico City, Mexico, on November 24, 1962, shall be known as the International Society of University Colon and Rectal Surgeons.

## ARTICLE II

### Corporate Seal

Section I. The Corporate Seal, an impression of which is hereto affixed, shall be the seal of the International Society of University Colon and Rectal Surgeons.

## ARTICLE III

### Objectives

Section I. The purpose of this society shall be to contribute to the progress of Colon and Anorectal Surgery and to hold congresses and meetings throughout the world in order to interchange scientific knowledge.

## ARTICLE IV

### Membership

Section I. Classes of Membership

This Society shall have four classes of membership:

- A. Honorary Fellows
- B. Honorary Members
- C. Fellows
- D. Retired Fellows

Section II. Qualifications

- A. In order to be eligible for fellowship in this Society the candidate must:
1. be a doctor of medicine.
  2. be a surgeon practicing highly creditable major colon and rectal surgery.
  3. have affiliation with a medical school (or have academic interest).
  4. preferably have professorial status.
  5. be certified by the General Surgery or Colon and Rectal Surgery Board of the country in which the candidate resides. If such a Board does not exist, the candidate should have training in surgery that would qualify him for to take such Boards. This training shall be verified by the Regional Vice President.
  6. be a fellow of the candidate's national College of Surgeons or its equivalent as determined by the Executive Board of this Society.

Section III. Honorary Fellows

- A. A surgeon who is eligible under Article IV, Section II (A) of these By-laws, who has attained the age of 70 years and who, in the opinion of the Executive Board, has contributed significantly to the advancement of surgery of the colon and rectum, may be nominated by the Executive Board for Honorary Fellowship provided his name has been proposed for such Fellowship by five Fellows of the Society.
- B. An Honorary Fellow shall have the right to vote and to hold office in the society; he may serve on standing and special committees, may appear on scientific programs and may participate in discussions of scientific papers.
- C. Honorary Fellows shall not be required to pay annual dues.

Section IV. Honorary Members

- A. A lay person who by his benevolences and philanthropies has evidenced profound interest in the furtherance of the international good will and education, particularly as regards surgery of the colon and rectum, may be nominated by the Executive Board for Honorary Membership provided his name has been proposed for such membership by not fewer than ten (10) Fellows of the Society.
- B. Honorary Members shall not have the right to vote or hold office in the Society, but may attend business meetings and social functions.
- C. Honorary Members shall not be required to pay annual dues.

Section V. Fellows

- A. A surgeon qualifying under Article IV. Section II (A) of these By-laws is eligible for Fellowship in this Society if approved by the Executive Board.
- B. Fellows shall have the right to vote and may hold office in the Society. They may serve on standing or special committees, may appear on scientific programs, and may participate in discussions of scientific papers.
- C. Fellows shall pay annual dues to the Society.
- D. The number of Fellows shall be determined by the Executive Board.

Section VI. Retired Fellows

- A. A Fellow with good standing in this Society, who has retired from the active practice of surgery for reasons of health or age, may apply in writing to the Executive Board for the status of Retired Fellow. Upon approval by the Executive Board, the Retired Fellow:
- B. Shall not be required to pay annual dues.
- C. May attend meetings, vote and participate in discussions and scientific papers.

## **ARTICLE V**

### **Nomination**

Section I. General Provisions

- A. No candidate for any class of membership may be nominated unless the Executive Board has investigated and approved his or her qualifications, in consultation, if necessary, with the Regional Vice President.

Section II. Honorary Fellows

- A. The Executive Board may propose for Honorary Fellowship the name of a candidate who is eligible under Article IV, Section III (A) of these By-laws.

Section III. Fellows

- A. Nomination for Fellowship shall be made from those candidates qualifying under Article IV, Section II (A) and proposed by:
  - 1. a member of the Executive Board, or
  - 2. a Regional Vice President, or
  - 3. any three (3) sponsoring Fellows of the Society.

## **ARTICLE VI**

### **Election of Members**

Section I. General

- A. Elections to membership shall be held only during the Full Meeting of the General Assembly at an authorized Biennial Congress of the Society. All Honorary Fellows, Fellows and Retired Fellows who are present and in good standing are entitled to vote.
- B. Membership elections shall be by secret ballot.
- C. A candidate shall be declared elected upon the affirmative vote of 2/3 of the voting members present.

Section II. Termination of Membership

- A. Shall be by resignation as described in Article XII.
- B. Failure to pay dues for two years without presenting to the Secretary General in writing a reason which is considered valid by the Executive Board, shall be grounds for termination of membership.
- C. The appropriate Regional Vice President shall be notified by the Treasurer of impending termination in order to intercede and aid in communication of the delinquent with the Secretary General.

## **ARTICLE VII**

### **Executive Board, Council, and World Officers**

Section I. Executive Board

- A. The Executive Board shall direct and control the management of the affairs of the Society and shall be composed of the following officers; President, President-Elect, Vice President, Director General, Associate Director General, Secretary General, Associate Secretary General, Treasurer, Associate Treasurer, Immediate Past President, Director of the International Advisory Committee, Associate Director of the International Advisory Committee and four Members-at-large.
- B. The Executive Board shall appoint Regional Vice Presidents at its discretion.
- C. A nominating committee shall be appointed by the President to nominate candidates for all positions on the Executive Board. This committee shall consist of one (1) chairman and two (2) members. The Director General shall be an *ex officio* member of this committee. Additional nominations may be made from the floor at a Full Meeting of the General Assembly of the Society. The nominations should be announced to the membership well before the biennial meeting. The nominations made by the Nominating Committee should be circulated at least 30 days prior to the biennial meeting.
- D. Elections for officers of the Executive Board shall be held only during the Full Meeting of the General Assembly at an authorized Biennial Congress of the Society, and shall be by secret ballot. All Honorary Fellows, Fellows, and Retired Fellows who are present and in good standing are entitled to vote.
- E. The term of office of each officer and Regional Vice President shall terminate at the next Biennial Congress of the society. Officers and Regional Vice Presidents may be re-elected.
- F. The President-Elect shall automatically become President at the next Biennial Congress.
- G. Vacancies occurring in any office other than President between the meetings of the Society may be filled by a majority vote of the remaining members of the Executive Board.

- H. The Executive Board shall meet immediately prior to the Full Meeting of the General Assembly at the Biennial Congress and at such other times as the interests of the Society require, and it shall report to the Society at each Congress.
- I. Four members of the Executive Board shall constitute a quorum.
- J. The Executive Board shall have the power to authorize expenditures and payments thereof where such expenditures are deemed necessary for the proper conduct of the business of the Society.
- K. All officers of the Society and members of the executive board will be limited to 3 two-year terms in a specific position. The terms of the officers or board members should be staggered and may be extended, if recommended by the Nominating committee with consent of the majority of the Board. The Director General will serve a six-year term, and no more than twelve years, unless approved by the Board.
- L. There will be two additional advisory members at large to the executive board. The purpose of these advisory members at large will be in the interests of continuity and historical perspective. Term limits of the Advisory Board members at large shall initially be a staggered 2-year term. Thereby one member shall be replaced every two years. Thereafter, the term will be a 2-year term, renewable three times at a maximum.

Section II. The Council

- A. The Council consists of the Executive Board, the Regional Vice Presidents, and the Regional Secretaries.
- B. The Council shall meet at the discretion of the Executive Board.

Section III. General Assembly

- A. The General Assembly shall consist of all dues-paying Fellows, Retired Fellows, and Honorary Fellows.
- B. It shall vote on all proposals put forward by the Executive Board.
- C. Twenty members, eligible to vote, shall constitute a quorum for the transaction of business of the General Assembly.

## **ARTICLE VIII**

### **Duties of the Officers**

Section I. President

- A. The President shall preside at all meetings and perform such other duties as ordinarily pertain to his office.
- B. The President shall appoint members of the standing and special committees of the Society.

Section II. President-Elect

The President-Elect shall automatically become President upon expiration of the term of office of his predecessor.

Section III. Director General

- A. The Director General shall work in close harmony with all officers, particularly the Secretary General and Chairman of the Local Organizing Committee, in planning programs for future meetings.
- B. He shall coordinate, with the Regional Vice Presidents, recruitment for membership of highly qualified and eligible applicants.
- C. He shall act as Chairman of the Program Committee.
- D. He shall be an *ex officio* member of the Nominating Committee.
- E. In the absence of the President, Vice President, and President-Elect, the Director General shall act as President.

Section IV. Associate Director General

- A. The Associate Director General shall assume the duties of the Director General in his absence or at his direction.

Section V. Secretary General

- A. The Secretary General shall attend and keep a record of all regular and special meetings of the Society and of the Executive Board.
- B. He shall conduct the correspondence of the Society and shall be the custodian of the seal, books, and records of the Society.

Section VI. Associate Secretary General

- A. The Associate Secretary General shall assume the duties of the Secretary General in his absence or at his direction.

Section VII. Treasurer

- A. The Treasurer shall collect annual dues beginning with statements mailed on December 31 of each year preceding that for which the dues are owed.
- B. He shall deposit all collected monies in a bank approved by the Executive Board.
- C. He shall be signatory for all disbursements.
- D. He shall prepare a financial report which shall show the receipts and expenditures of the preceding fiscal year and the balance of monies on hand.
- E. He shall receive and account for the financial statements submitted by the Chairman of the Local Organizing Committees.
- F. He shall be responsible for submission of required reports for tax-exempt organizations.

- G. He shall report the name of any member having delinquent dues to the Executive Board and to the appropriate Regional Vice President.

Section VIII. Associate Treasurer

- A. The Associate Treasurer shall assume the duties of the Treasurer in his absence or at his direction.

Section IX. Regional Vice Presidents

- A. The Regional Vice Presidents shall assist the Executive Board toward the advancement of the Society in their several regions. They shall have a voice and a vote in the deliberations of the Council.
- B. Their duties shall be:
  1. To encourage membership of qualified applicants in their regions.
  2. To verify and affirm to the Council the credentials of applicants from their regions.
  3. To aid in the collection of delinquent dues and encourage attendance at meetings of the Society by members from their region.
  4. To communicate the status and progress in their region to the President at least once a year.
- C. Each Regional Vice President may appoint, on the approval of the Executive Board, another Fellow of the Society to act as Regional Secretary.

Section X. Members-at-large

- A. Two members shall be nominated by the nominating committee and voted in by the General Assembly.
- B. The Members-at-large shall participate at the Executive Board meetings and the Council meeting during the Biennial Congress.

Section XI. Local Organizing Committee Chairman

- A. The Chairman of the Local Organizing Committee shall be appointed by the Executive Board.
- B. He shall follow closely guidelines and policies established by the Executive Board in planning the Biennial Congress and serve as Co-chairman of the Program Committee.
- C. He shall appoint local members to his Committee to assist in the preparation of the local arrangements and management of the program.
- D. He shall submit, within three months following the Congress, a financial statement of all income and sources and an itemized account of all expenditures to the Treasurer and the Director General.

- E. He shall submit to the Executive Board, within six months of his appointment, a report of the progress in the preparation for the Biennial Congress, and as requested thereafter.

Section XII. Program Chairman

- A. The Chairman of the Program Committee shall be the Director General. The Co-chairman shall be the Chairman of the Local Organizing Committee.

Section XIII. Vice President

- A. The Vice President shall serve as President in the absence or temporary incapacity of the President.
- B. The Vice President shall become President for the remainder of a term of office vacated by the President for one reason or another.

Section XIV. Director of the International Advisory Committee

- A. The Director of the International Advisory Committee shall coordinate the international activities of the Society and promote it on a world scale.

Section XV. Associate Director of the International Advisory Committee

- A. The Associate Director of the International Advisory Committee shall assume the duties of the Director in his absence or at his direction.

## **ARTICLE IX**

### **Biennial Congresses**

Section I.

- A. The Society shall meet in a Biennial Congress at least every two years and at a time and place determined by the Executive Board.
- B. The duration of each Biennial Congress shall be at least two days.
- C. A Full Meeting of the General Assembly shall be held during the Biennial Congress to vote and transact such business as may come before it. All Fellows, Honorary Fellows, and Retired Fellows may attend and vote. Honorary Members may attend but shall not vote, and shall not count towards the quorum requirement.

## **ARTICLE X**

### **Certificate of Membership**

#### Section I.

- A. The Society shall present to each new member an official Certificate of Membership upon receipt of member's initiation fee.

## **ARTICLE XI**

### **Dues, Initiation Fees, Registration Fees**

#### Section I. Initiation Fees

- A. The initiation fee for a newly elected Fellow shall be set by the Executive Board and shall include his first year's dues. This initiation fee is payable at the Biennial Congress during which the Fellow is elected.
- B. Annual dues shall be set by the Executive Board and become payable on December 31 of each year for the dues period of the subsequent 12 months.
- C. Honorary Fellows, Honorary Members, and Retired Fellows are exempt from dues.

#### Section II. Registration Fees

- A. The registration fees for the Fellows and guests shall be determined by the Program Committee and set by the Executive Board.
- B. Guests and nonmembers attending any scientific meeting and social functions shall pay a registration fee at least equal to that of the Fellow's registration fee, the amount to be determined by the Program Committee and set by the Executive Board.

## **ARTICLE XII**

### **Resignations**

#### Section I.

- A. Any member in good standing against whom no charge is pending may resign from membership in the Society.

## **ARTICLE XIII**

### **Standing and Special Committee**

#### Section I. Standing Committees

- A. The Standing Committees of the Society shall be:
  - 1. Committee on Future Meeting Places.

2. Committee on Bylaws.
  3. Membership Committee.
  4. Publication Committee.
  5. Education Committee
  6. Program Committee.
  7. Future Planning Committee.
  8. Grant Committee.
- B. The functions of the Standing Committees are to be set forth in the Policies and Procedures of the ISUCRS.
- C. Members of the Standing Committees shall be appointed by the President.

Section II. Special Committees

- A. Special Committees shall be appointed by the President as necessity demands, or as authorized by the members present at any meeting.

Section III. Composition and Terms of Committees

- A. The number and members of each committee may vary and shall be determined by the President, with the exception of the nominating committee, which consists of three members.
- B. The term of office of each standing committee shall be normally for two Biennial Congresses (4 years). Under special circumstances, reappointment for a further two years is possible.
- C. The term of office of special committees shall be determined by the President.

## **ARTICLE XIV**

### **Amendments**

Section I.

- A. These bylaws may be altered or amended by a 2/3 affirmative vote of the voting members present at a Biennial Congress, provided that the proposed alteration or amendment is submitted in writing to the Executive Board at least thirty days prior to the Congress at which it is to be considered.

## **ARTICLE XV**

### **Policies and Procedures**

#### Section I.

- A. Items of policy and procedure not specifically contained in these Bylaws may be collected and codified in a Manual of Policies and Procedures, subject to a majority vote of the Executive Board.