

International Society of University Colon & Rectal Surgeons' 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, collaborate with national organizations and to sponsor meetings throughout the world in order to interchange scientific knowledge.

Section II. The mission of the Society shall be to contribute to improving the quality of medical and surgical care for patients afflicted with Colon and Anorectal disorders throughout the world by promoting education, research, innovation and leadership in the discipline of Colon and Rectal Surgery.

ARTICLE IV

Membership

Section I. Classes of Membership

This Society shall have SIX classes of membership:

- A. Honorary Fellows
- B. Honorary Members
- C. Fellows
- D. Retired Fellows
- E. Allied Health Professional Members
- F. Candidate Members

Section II. Qualifications for Fellowship/Members

- A. In order to be eligible for fellowship in this Society the candidate must:
 - 1. be a doctor of medicine or doctor of osteopathic medicine.

2. be a surgeon practicing Colon and Rectal Surgery.
3. have an affiliation with a medical school or have academic interest in Colon and Rectal Surgery.
4. be certified by the General Surgery Board and/or Colon and Rectal Surgery Board of the country in which the candidate resides — if such specialization board exists within the country of the applicant. If such a Board does not exist, the candidate should have training in surgery that would qualify him/her for to take such Boards- and if this is not available, the applicant must be actively practicing colon and rectal surgery within that country. This training shall be verified by the Regional Vice President or the Secretary General or this requirement may be waived by the approval of the Executive Board.
5. be a Fellow of the candidate's national College of Surgeons or its equivalent as determined by the Executive Board of this Society - unless waived by the Executive Board.

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 65 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 for Honorary Fellowship by a Fellow of the Society with four additional sponsors who are Fellows in good standing. This nomination must be approved a majority of the Executive Board.
- B. An Honorary Fellow shall have the right to vote and to hold office in the society; he/she 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.
- D. A certificate proclaiming the election to Honorary Fellow shall be awarded.

Section IV. Honorary Members

- A. A lay person who by his/her benevolences, contributions 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 any member of the Executive Board for Honorary Membership and submitted to Executive Board for approval.
- B. Honorary Members shall have the right to vote, hold office in the Society and may attend business meetings and social functions.
- C. Honorary Members shall not be required to pay annual dues.
- D. A certificate proclaiming the election to Honorary Member shall be awarded.

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 majority vote of 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 — provided they are up to date with all dues and other obligations as established by the Executive Board.
- C. Fellows shall pay annual dues to the Society. They are not able to participate in society

functions until dues are up to date.

- D. The number of Fellows shall be determined by the Executive Board.
- E. Upon membership approval, Members will immediately receive an eCertificate. An original certificate will be presented at the next Biennial meeting following acceptance provided the member has paid any dues or initiation fees established by the Executive Board. The printed original version of the certificate will be issued to members attending a biennial meeting and signed by President, President elect, immediate Past President, Vice President and the Secretary General.

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 of the Society, vote, and participate in discussions and scientific papers.

Section VII. Allied Health Professional Members

- A. Allied Health Professional membership will be available for eligible nurses, surgical technicians, physician assistants, advanced practice registered nurses, endoscopy technicians, and other interested allied health personnel actively engaged in the field of Colon and Rectal Surgery. These members shall have NO voting privileges nor be eligible for election to office or appointment to the Executive Board. They may, however, be appointed to committees as non-voting members or ex officio with approval of the Executive Board. The Allied Health Professional members will have whatever benefits allowed by the Executive Board which may include, but not be limited to, discount for registration at meetings and may attend business meetings and social functions.
- B. The requirements for membership are:
 - 1. Active participation in the clinical practice or research of colon and rectal surgery.
 - 2. Letter of sponsorship from a current active Fellow in good standing.
 - 3. Current credentialing by the appropriate local credentialing body/institution in the applicant's country of residence.
 - 4. Approval from the regional Vice President or Secretary General and the Executive Board.
- C. The total number of Allied Health Professional Members shall at NO time exceed 5% of the total number of Fellows of the Society.

Section VIII. Candidate Members

- A. The requirements for candidate membership status shall be graduates from a medical school or osteopathic school of medicine acceptable to the Executive Board of the Society. Candidates must have current status as either:
 - 1. A resident or fellow enrolled in an accredited program of surgical education or research in either general surgery or colon and rectal surgery.
 - 2. A surgeon who has completed an accredited surgical education program in colon and rectal surgery, is enrolled in a general surgery residency program and/or pursuing a career in colon and rectal surgery, and/or is in active process of board certification within his/her country - if applicable.

- B. A letter from the Program Director of the applicant's training institution attesting to enrollment in or completion of a surgical education program in general surgery or colon and rectal surgery is required.
- C. A letter of sponsorship from a current Fellow in good standing to support the application. If the candidate does not become a Fellow in the Society, according to criteria in Article IV, Section II (A), within 5 years of becoming a candidate, his/her status within the society is terminated.

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/her qualifications.

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 Active Fellows of the Society - unless waived by the Executive Board.

ARTICLE VI

Election of Members (Fellows)

Section I. General

- A. Elections to membership shall be held during the Full Meeting of the General Assembly at an authorized Biennial Congress of the Society or at any meeting of the Executive Board convened by the President, and attended by a quorum of the Executive Board. A quorum is 4 members of the Executive Board present. 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. The Executive Director will record the vote and inform the President and Secretary General of the result while maintaining the confidentiality of the voting Fellow. If the Executive Director is not present, the President shall appoint a Recorder to tally the vote.
- C. A candidate shall be declared elected upon the affirmative vote of a majority of the voting members present or by a quorum of the Executive Board.
 - 1. Membership shall take effect immediately upon affirmative vote. The candidate shall be notified immediately of the result — affirmative or negative — by the Secretary General.

2. A Certificate bearing the Society Seal shall be delivered to the new member immediately by eCertificate and an original certificate shall be delivered personally at the next Biennial meeting of the Society.

Section II. Termination of Membership

- A. Termination of a member/fellow 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. It is the prerogative of the Executive Board to allow continued membership however the member/fellow shall not be able to vote or avail oneself of any society prerogatives.
- C. The appropriate Regional Vice President shall be notified by the Treasurer or Secretary General of impending termination in order to intercede and aid in communication with the delinquent member/fellow, The Executive Board shall have final determination regarding the status of the member/fellow.
- D. The Executive Board may waive dues requirements for financial hardship.
- E. Conduct unbecoming of ISUCRS Ethics Standers as set by the Ethics Committee.
- F. Loss of qualifications described in Article IV, Section IIa.

ARTICLE VII

Executive Board, Council, and World Officers

Section I. Executive Board

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, Immediate Past President, Vice President, Secretary General, Associate Secretary General, Treasurer, Associate Treasurer, Counsellor to the President , Chair of the Council of Past Presidents, Director of the International Advisory Committee, Associate Director of the International Advisory Committee, Editor in Chief World Journal of Coloproctology and eight Members-at-large.

- A. The President shall recommend Regional Vice Presidents to the Executive Board for approval at its discretion.
- B. 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 three (3) members. The President-elect is a member of the nominating committee. The President will Chair the Nominating Committee and appoint two (2) additional members. Additional nominations for leadership positions may be made from the floor at a Full Meeting of the General Assembly of the Society by any member. The Secretary General shall solicit nominations from the general membership 180 days prior to the Biennial meeting. These nominations shall be circulated to the President as Chair of the Nominating Committee. 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.
- C. 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, either in person,

and in good standing are entitled to vote.

- D. A ballot will be circulated to all members in good standing at the Biennial meeting of the Society.
- E. The votes will be tallied and recorded at the Biennial meeting of the Society by the Secretary General or in the absence of the Secretary General by the President.
- F. 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.
- G. The President-Elect shall automatically become President at the next Biennial Congress.
- H. 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.
- I. 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.
- J. Four members of the Executive Board shall constitute a quorum.
- K. 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. The Treasurer is the financial officer of the Society.
- L. 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 can be staggered and may be extended, if recommended by the Nominating committee with consent of the majority of the Board.
- M. There will be eight members at large to the Executive Board. The purpose of these members at large will be to participate in all activities of the Executive Board.

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.
- C. The Council shall be Chaired by the Vice President or in his/her absence by the President-elect.

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.
- D. Ballots for initiatives, bylaws amendments and nominating slate will be circulated by the Secretary General at least 30 days prior to the Biennial meeting of the Society.

ARTICLE VIII

Duties of the Officers

Section I. President

Overall Responsibility: The President shall be the Chief Executive Officer of the Society, presiding at all Executive Board, Biennial, annual, scientific and other meetings, executing all instruments requiring signature of the President, and executing all orders and resolutions of the Executive Board. The President may appoint committees otherwise not herein provided for and announces the results of all elections.

- A. The President shall preside at all meetings and perform such other duties as ordinarily pertain to his/her office.
- B. The President shall nominate members of the standing and special committees of the Society to the Executive Board for their affirmation and approval.

Section II. President-Elect

- A. The President-Elect shall automatically become President upon expiration of the term of office of his/her predecessor or if the President is unable to carry out his/her responsibilities secondary to illness or other circumstances as directed by the Executive Board of the Society. He/she shall continue as President until the expiration of his/her scheduled term of office.
- B. The President-Elect shall perform those duties as may be imposed by the President or the Executive Board and will sit ex officio on all standing committees.
- C. The President-Elect shall be the Program Chair for the Biennial meeting and be responsible to coordinate all invitations and the program, in consultation, with the Congress Convener and the Local Organizing Committee. He/she will update the Executive Board, at their meetings, of all activities and for approval and authorization of those activities.
- D. Conflicts between Congress Convener and/ or the Local Organizing Committee will be resolved by the Executive Board.

Section III. Immediate Past President

The responsibility of the immediate Past President is to fulfill whatever assignments and obligations as determined by the President and the Executive Board. He/she shall be a voting member of the Executive Board of the Society.

Section IV. Vice President

Overall responsibilities: The Vice President shall perform those duties as may be imposed by the President or the Executive Board. The Vice President shall be the Chair of the Council and shall review and present a collective report to the Executive Board regarding the activities of the Regional Vice Presidents and the Council.

Section V. Secretary General

Overall responsibilities: The Secretary General shall organize and oversee the recruitment efforts for new membership of the Society. The Secretary General shall actively correspond with the Regional Vice Presidents to stimulate new membership and recruitment activities. He/she will report to the Executive Board regarding these activities.

- 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. The Secretary General shall conduct the correspondence of the Society and shall be the custodian of the seal, books, and records of the Society.
- C. The Secretary General will prepare directly, or via a designee, the Certificates for new members and distribute to new members.
- D. The Secretary General will distribute all ballots and initiatives as specified herein.
- E. The Secretary General shall tally, authenticate and report the results of all votes and report to the President who shall announce said results.
- F. The Secretary General shall be responsible to produce and publish the newsletter of Society and distribute to all members.

Section VI. Associate Secretary General

- A. The Associate Secretary General shall assume the duties of the Secretary General in his/her absence or at his/her direction.
- B. The Associate Secretary General shall assist the Secretary General in the performance of his/her duties.

Section VII. Treasurer

Overall responsibilities: The Treasurer shall oversee all securities, funds and monies belonging to the Society. He/she shall be responsible for the oversight and review of accurate accounts, recording of all monies, funds, securities, properties, and assets in the custody of the Society, showing at all times the amount of disbursements. He/she shall report, at a minimum, at the Biennial meeting of the Society regarding the financial condition of the society.

- 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/she shall deposit all collected monies in a bank approved by the Executive Board.
- C. He/she shall be signatory for all disbursements.
- D. He/she 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/she shall receive and account for the financial statements submitted by the Chairman of the Local Organizing Committees. These reports are to be submitted to the Executive Board.
- F. He/she shall be responsible for submission of required reports for tax-exempt organizations. He/she shall prepare and insure appropriate tax filings if applicable.
- G. He/she shall report the name of any member having delinquent dues to the Executive Board and to the appropriate Regional Vice President and to the Executive Board.
- H. All securities, funds and monies belonging to the Society shall have the President, the Treasurer and the Executive Director as signatories.

Section VIII. Associate Treasurer

- A. The Associate Treasurer shall assume the duties of the Treasurer in his/her absence or at his/her direction.
- B. The Associate Treasurer shall assist the Secretary General in the performance of his/her

duties.

Section IX. Counsellor to the President

- A. The Counsellor to the President shall be appointed by the President and report directly to the President. The Counsellor to the President shall be a voting member of the Executive Board of the Society.
- B. The primary responsibility of the Counsellor to the President shall be to provide advise to the President and represent the President regarding global colorectal issues and committee functions of the Society.
- C. The Counsellor to the President shall have the role of troubleshooter and Ambassador at Large to the global colorectal community representing the President and under the President's direction.
- D. Any member of the Society including Past Presidents, Honorary Fellows, Retired Fellows or Fellows of the Society may be appointed excepted for the immediate Past President or any elected member of the Board. This appointment does not require approval by the Nominating Committee, Executive Board or the general membership and is made solely by the President and can be revoked at the discretion of the President. If revoked, the President will appoint a new Counsellor to the President to fill the remainder of the term.
- E. The Counsellor to the President shall be an ex officio member of all committees of the Society and shall attend all committee meetings whether at Biennial meeting or other ad hoc committee meetings held either telephonically or in person. He/she shall report the activities of these committees to the President.
- F. The Counsellor to the President shall, under the direction of the President coordinate the activities of the Committees of the Society and serve as liaison between Committees.
- G. All activities of the Counsellor to the President shall be reported at meetings of the Executive Board.

Section X. Chair of the Council of Past Presidents

- A. The Society establishes a Council of Past Presidents. This Council will have a Chair whose responsibility is to organize and report the deliberations of the Council that shall be reported to the President and the Executive Board of the Society. Membership in the Council mod Past Presidents is automatic to all living Past Presidents.
- B. The Council of Past Presidents shall meet at the biennial meeting of the Society.
- C. The responsibility of the Council of Past Presidents is to review all activities of the Society and, through the Chair, report recommendations to the Executive Board of the Society. These recommendations are non-binding unless approved by the Executive Board of the Society.
- D. The Council of Past Presidents and the Chair of the Council of Past Presidents shall focus their activities to stimulate and promote philanthropic contributions to the Society. They shall work collaboratively with representatives of the biomedical industrial complex to promote financial support of Society activities.
- E. The Chair of the Council of Past Presidents shall promote and direct the contributions of the Society for all global humanitarian and medical missions.
- F. The Chair of the Council of Past Presidents shall be selected by the nominating committee with approval from the general membership.
- G. The Chair of the Council of Past Presidents shall be a voting member of the Executive Board of the Society.

Section XI. Director of the International Advisory Committee

- A. The Director of the International Advisory Committee shall coordinate the international activities of the Society and promote the Society to all regional and national societies of Colon and Rectal Surgery. These activities will include reporting on all international societies and their activities. He/she shall coordinate for approval by the Executive Board all national requests for sponsorship by the Society.
- B. The Director of the International Advisory Committee shall report all future regional and national meetings to be published by the Society in the newsletter and through other mediums for distribution to the membership. The Director shall establish and maintain a database of international meetings for dissemination to the general membership of the Society, via our journal, and other forms of communication, such as newsletter.

Section XII. Associate Director of the International Advisory Committee

- A. The Associate Director of the International Advisory Committee shall assist the Director of the International Advisory Committee in maintaining the database of international meetings and shall assume the duties of the Director in his/her absence or at his/her direction.

Section XIII. Editor in Chief, World Journal of Coloproctology

In that the Society has established an electronic journal, the World Journal of Coloproctology, hereinafter named WJCP, the Editor in Chief shall be a voting member of the Executive Board. The Editor in Chief of the WJCP is appointed by recommendation of the President and approval, by majority vote, of the Executive Board to a five (5) year term. This five year term may be renewed for an additional 2 terms. At the Biennial meeting, the Editor in Chief must review the activities of the WJCP in a written report to the Executive Board and the general membership. The Editor in Chief shall establish, direct, maintain and oversee the activities of the Editorial Board.

While the Society does not limit its publications to the World Journal of Coloproctology, this journal is the sole property of the Society and it cannot be transferred, sold or surrendered without two-thirds vote of the Executive Board.

Section XIV. Members at Large

- A. Eight members shall be nominated by the Nominating Committee and elected by the General Assembly at the biennial meeting of the Society.
- B. The Members-at-large shall participate at Executive Board meetings and at the Council meeting during the Biennial Congress.

Section XV. Regional Vice Presidents

- A. The Regional Vice Presidents shall assist the Executive Board in the advancement of the Society in their respective 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 Secretary General and the Executive Board 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 to encourage and stimulate regional meetings sponsored by the Society.

Section XVI. Local Organizing Committee Chairman

- A. The Chairman of the Local Organizing Committee, otherwise known as President of the Congress and Congress Convener, shall be appointed by the Executive Board. A Memorandum of Understanding, signed by the President of the Society and the local host representative, will specify the appointment of the Local Organizing Committee Chair. The Memorandum of Understanding will be submitted to the Executive Board for approval. The Chair of the Local Organizing Committee shall sit with the Executive Board, but not vote, unless a duly elected member of the Executive Board.
- B. He/she 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 with the President elect and the other Co-chairman.
- C. He/she shall appoint local members to his/her Committee to assist in the preparation of the local arrangements and management of the program.
- D. He/she 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 President.
- E. He/she shall submit to the Executive Board, within six months of his/her appointment, a report of the progress in the preparation for the Biennial Congress, and as requested thereafter.
- F. The Chairman of the Local organizing committee as the President of the Congress and Congress Convener shall work with the President elect to determine the program for the biennial meeting and shall be the Program Director. He/she will report to the Executive Board the proposed program for approval by the Executive Board.

Section XVII. Executive Director

The Executive Board may contract for administrative management of the Society's operations. The chief management administrator shall be designated the Executive Director. The Executive Director, as chief administrative officer of this Society, shall prepare and submit to the Executive Board plans, suggestions, budgets and recommendations as to the policies and practices pursued by the Society. All duties are to be conducted under the authority and supervision of the President and the Executive Board. The Executive Director shall serve in this capacity, under contract, until such time as a majority of the Executive Board shall request his/her resignation or shall terminate his/her contract. The Executive Director and his/her staff are responsible:

- A. To carrying out the administrative work of this Society, subject to the policies, directions, and orders of the President and/or the Executive Board.
- B. The Executive Director, as the chief administrator of the Society, shall prepare and submit to the Executive Board plans, suggestions, budgets and recommendations as to

policies and practices pursued by the Society. All duties are to be conducted under the authority and supervision of the President and the Executive Board.

- C. Facilitate and help officers and committee chairs to prepare necessary reports to the Executive Board
- D. To help the President perform necessary functions of the society.

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.
- D. Nominations for all positions of the Executive Board, except President and Past President, may be made from the floor at a Full Meeting of the General Assembly of the Society. In addition, the Secretary General shall solicit nominations from the general membership 180 days prior to the Biennial meeting. These solicited nominations shall be circulated to the President as Chair of the Nominating Committee. The Nominating Committee should distribute their recommendations to the Executive Board 30 days prior to the biennial meeting.
- E. 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.
- F. A ballot will be circulated to all members, in good standing, to have votes recorded and tallied at the Biennial meeting.
- G. The Secretary General and Executive Director will establish the good standing of the members voting at Biennial meeting. The President will make binding determination of eligibility to vote. The Executive Director will maintain the confidentiality of the vote. A quorum of 20 active members shall constitute a quorum for the transaction of business at the general meeting of the Society. If 20 members are not present, the meeting will proceed as a meeting of the Executive Board of the Society. In this circumstance, the Executive Board will vote on the recommendations of the Nominating committee and determine the status of any business transactions.
- H. 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.

Section II. Conduct of Meeting

- A. The conduct of all meetings of the Society shall be governed by the parliamentary procedures as stated in the latest edition of Robert's Rule of Order Newly Revised latest edition

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 at the next biennial meeting of the Society.
- B. The certificate shall convey the signature of the President, President-elect, Immediate Past President, Vice President and the Secretary General as well as the Seal of the Society.
- C. Immediately upon election to membership, the new member shall receive an eCertificate.

ARTICLE XI
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/her first year's dues. This initiation fee is payable at the Biennial Congress during which the Fellow is elected. If the newly elected Fellow is elected off cycle, by approval of the Executive Board, they shall assume membership upon payment of the initiation fee and the membership dues for the year inducted. Members elected after October 1, in the year of the induction will be responsible for annual dues in January of the following year. Initiation fees will be due the year of election.
- 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. Candidate and Allied Health Professional Members will pay annual dues as determined by the Executive Board. The Executive Board shall fix these dues by resolution. Failure to pay dues for two consecutive years shall be a valid reason for termination from the Society. Nonpayment of dues after two successive Clinical Congresses as such will be grounds for automatic termination — unless waived by the Executive Board.
- C. The Board may adopt special assessments when needed for all members.
- D. Honorary Fellows, Honorary Members, and Retired Fellows are exempt from dues.
- E. The Executive Board has the prerogative to waive fees and dues.

Section II. Registration Fees

- A. The registration fees for the Fellows and guests shall be recommended 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, or an amount to be determined by the Program Committee and approved by the Executive Board.

ARTICLE XII
Resignations and Vacancies

Section I.

- A. Any member in good standing against whom no charge is pending may resign from membership in the Society.
- B. The Officers of the Society shall hold office, under terms and conditions determined by the

Executive Board, unless herein specified. Officers may be removed from office by a vote of two-thirds of the Executive Board at any time for reasonable cause.

- C. Whenever a vacancy occurs in an office or on the Executive Board, the vacancy may be filled by recommendation of the President and approval by the Executive Board by majority vote unless specified herein.

ARTICLE XIII

Standing and Special Committee

Section I. Standing Committees

- A. The Standing Committees of the Society shall be:

1. Media, Public Relations and Telecommunications Committee
2. Committee on Bylaws.
3. Membership Committee.
4. Publication and WJCP Committee.
5. Education Committee
6. Program Committee.
7. Future Planning Committee.
8. Grant, Research and Career Development Committee.
9. Finance and Assets Management Committee
10. Nominating Committee
11. Resident and Fellows Committee
12. Liaison and Council Committee
13. Technology Committee
14. Awards Committee
15. Global Affairs Committee
16. Ethics Committee

- B. The functions of the Standing Committees are to be set forth in the Policies and Procedures of the ISUCRS. The President, with the approval of the Executive Board, nominates all Committee Chairs and members unless herein specified. These policies and procedures shall be maintained by the Secretary General.

The Nominating committee is specified in the bylaws of the Society specified in Article VII Section 1 (C).

- C. Members of the Standing Committees shall be appointed by the President with approval of the Executive Board.

Section II. Special Committees

- A. Special Committees, Ad Hoc Committees or Task Forces shall be appointed by the President, as necessity demands, with approval of Executive Board, or as authorized by the members present at any meeting with a minimum of 4 Executive Board members. In the absence of Executive Board meeting, the President may appoint members and create ad hoc committees and present such appointments to the Executive Board, as such time as is practicable, for

approval.

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 is specified in Article VII Section 1 (C).
- 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 with approval of the Executive Board.

ARTICLE XIV
Amendments

Section I.

- A. These bylaws may be altered or amended by a majority 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. Submitted bylaws may be altered or amended after submission by the Executive Committee and these alterations will be presented to the general assembly for approval.
- B. The proposed amendment shall be voted upon by the Membership present at the Biennial Congress. Only members in good standing are able to vote. Adoption of amendments requires a vote of the majority of members, in good standing, with a minimum quorum required.

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.
- B. It is the policy of the Society to not discriminate on the basis of gender, sexual preference, disability, religion, ethnicity, politics or nationality.
- C. All amendments to bylaws will take effect immediately — as practicable- and determined by majority vote of the Executive Board - except for alterations to Executive Board composition which will take effect at the next Biennial meeting.

Submitted by

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July 26, 2018