

Constitution of the European Society for Vascular Medicine

Final Version, December 15, 2012

Article 1:

By the subscribers to the present statutes an association is founded entitled "**European Society for Vascular Medicine**". It is ruled by the French law of 1901 decreed on August 16th, 1901, Law number 81 909 of October 9th, 1982. The following subtitle describes the constituents of the organization: " A Federation of European National Societies for Vascular Medicine".

Its duration is unlimited.

Article 2: Goals

Vascular medicine (or angiology, medical angiology, internist angiology, as it is also called in several European countries) deals with Vascular Diseases (arterial, venous, lymphatic and microcirculatory diseases) and focuses on prevention, diagnosis, therapy and rehabilitation as well as research and education, to benefit patients and the general population.

The goals of this organization are:

1. To strengthen the links between the National Societies for Vascular Medicine in Europe, and to encourage the creation of National Societies where they do not yet exist.
2. To promote scientific exchange, education, cooperative research, and high quality of practice in the field of vascular medicine.
3. To promote the specialty of Vascular Medicine in Europe through the above mentioned actions, and by interacting with other relevant specialties and with European authorities.

Article 3: Headquarters

a) The headquarters of the European Society for Vascular Medicine are located at the "Maison de l'Angiologie" 18, rue de l'Université - 75007 Paris (France). The address can be changed by the decision of the Council.

b) The Executive Board establishes the site of the Administrative Secretariat of the European Society for Vascular Medicine.

Article 4: Official language

The official language of the European Society for Vascular Medicine is English.

Article 5: Members

The European Society for Vascular Medicine (ESVM) is composed of Society Members, which are the National Societies for Vascular Medicine from European Countries that ratified the constitution and comply with their statutory duties according to the constitution and rules of the ESVM.

In the European countries without a National Society for Vascular Medicine, one National Group representative of vascular physicians can be accepted as a member, as can a subgroup of vascular physicians in a pluridisciplinary National Vascular Society.

Article 6: Admission of New Members

The admission of new members to the association has to be approved by the Council.

Article 7 : Membership

Membership in the Society comes to an end by:

1 – *Resignation*

2 - *Dismissal*: This is decided by the Council because of non-payment of the membership fee or other good reasons, as judged by the Executive Board.

The member is invited by registered mail to defend his/her case during a meeting of the Executive Board. There is the possibility of an appeal addressed to the General Assembly. It should be sent before the end of a period of two months after receipt of the letter of dismissal. Every dismissal approved by the General Assembly is considered as irrevocable.

Article 8: Finances:

Income sources of the Association are as follows:

- 1 - Membership fees.
- 2 - Donations and the income from the publication of the Journal or other means of publication.
- 3 - Income from activities of the Society.
- 4 - Grants coming from the state or public institutions.
- 5 - All other resources authorized by the law.

Article 9: Council:

The Society is guided by a **Council** consisting of the National Society Delegates, in the number of one for each National Society or Group, nominated by its president or board according to its own rules.

The Council can invite to its meetings representatives of organizations contributing to its goals.

The Council elects an **Executive Board** among its members. The Executive Board is composed of seven members:

- 1 - The President,
- 2 - The Vice-Presidents, i.e. immediate Past-President and President-elect,
- 3 - The Secretary General and the Associate Secretary General,
- 4 - The Treasurer General and the Associate Treasurer General,

The President and Vice-Presidents are elected for one year. The other officers remain in office for three years and can be re-elected.

- The **President** chairs the meeting of the Executive Board as well as the meeting of the Council and the meeting of the General Assembly. He/she represents the Society in all its activities in civil life and has all powers in that respect. For example, he/she has the power to appear in justice in the name of the Society both to defend the Society as for any inquiry the Society has introduced.
- The **Secretary General**, who is helped by the Associate Secretary General, takes care of all the secretarial work of the Society. In particular, he/she draws up a report on the decisions and notes them in the register. He/she keeps in good order the special legal register and ensures application of the necessary formalities.
- The **Treasurer General**, who is helped by the Associate Treasurer General, takes care of the management of all belongings of the Society. He/she executes all payments and collects all the income under supervision of the President. He/she keeps in order, on a monthly, the accountancy on all transactions and produces a complete report to the Council as well as to the General Assembly.

Article 10: Meeting of the Council:

The Council meets once every year; convocation is summoned by the President. It can have a supplementary meeting if at least 4 members of the Executive Board ask for it.

The decisions of the Council are agreed by majority of votes. In case of equality of votes, the vote of the President is casting. When necessary, votes of the Council can be organized by mail or electronic means between its meetings.

The Council can decide on the nomination of Committees and Working Groups and any other means necessary to the functioning of the Society.

Article 11: The General Assembly:

The General Assembly is composed of all the members of all member societies.

The members are invited at least two weeks before the date determined by the Executive Board or depending on modalities foreseen by bylaws. The agenda of the meeting is enclosed in the invitation letter and is set up by the Executive Board. The Secretariat of the General Assembly is the same as the one of the Executive Board. The President, assisted by the members of the Executive Board, chairs the Assembly and describes the status of the Society. The General Assembly approves the present accounts, votes on the budget and the annual fee.

It delegates to the Council or to the Executive Board all power to accomplish the operations that are part of the goals of the Society, also in case the power foreseen in the bylaws in that respect should be insufficient. Moreover, it decides on all questions brought up on the agenda. All the decisions of the Annual General Assembly are taken by majority of the members being present or represented (maximum two proxies for a present member), using a secret vote if asked for by any member. Urgent meetings of the General Assembly can be organized in between on a written request signed by at least 10 members of the council.

Article 12: The Extraordinary General Assembly:

The President can call on an Extraordinary General Assembly when necessary or on the request of half plus one of the members of the Council according to the modalities as mentioned in Article 11. It should be composed of at least a quarter of the members of the General Assembly. It will make decisions based on using a 3/4 majority of votes of the members present at the meeting. The members who are unable to come to the meeting can be represented by another member having a written proxy, with the limit of two proxies for a present member. A list of the members present will be documented and certified by the Executive Board. In

case the quorum is not achieved, a further meeting can be organized following an interval of at least 2 weeks, in a different country decided by the Council. During this new meeting, valid decisions can be taken whatever the number of the members being present.

Only the Extraordinary General Assembly can decide on a change in the Constitution, and on the dissolution of the Society with attribution of its belongings according to the laws and rules being operative.

Article 13: Official records (minutes)

The official minutes of the decisions of the Assemblies are recorded by the Secretary on a register and signed by the President with a member of the Executive Board being present at the deliberations. The Secretary can deliver all certified copies to testimony in front of third parties.

Article 14: Bye-Laws (Internal regulations)

The Council can, if necessary, establish the text of Bye-Laws (internal regulations) to determine practical details of the present constitution. Such Bye-Laws as well as their eventual changes will be proposed for approval to the General Assembly.