

# **Constitution of the European Society of Vascular Medicine**

18<sup>th</sup> February 2020

## **Article 1:**

By the subscribers to the present statutes an association is founded entitled "**European Society of Vascular Medicine**". It is ruled by Italian Law and takes over all the activities of the previous European Society for Vascular Medicine. The following subtitle describes the constituents of the organization: "A Federation of European National Societies of Vascular Medicine/Angiology".

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 optimise the vascular health of the populations of member countries and beyond
2. To promote scientific exchange, education, cooperative research, and evidence-based high-quality practice in the field of Vascular Medicine/Angiology.
3. To strengthen the links between the National Societies of Vascular Medicine/Angiology in Europe, and to encourage the creation of National Societies where they do not yet exist.
4. To promote the specialty of Vascular Medicine/Angiology 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 of Vascular Medicine are located at the "Largo Enrico Enriquez, 1, 00167 Rome, Italy". The address can be changed by the decision of the ESVM Board.

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

## **Article 4: Official language**

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

## Article 5: Members

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The European Society of Vascular Medicine (ESVM) is composed of Society Members, which are the National Societies of Vascular Medicine/Angiology 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 of Vascular Medicine/Angiology, one National Group representative of vascular physicians can be accepted as a member, as can a subgroup of vascular physicians in a multi-disciplinary National Vascular Society.

## Article 6: Admission of New Members

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New member Societies can join the ESVM. The admission of new members to the ESVM has to be approved by the ESVM Board. Only one member National Society per country is allowed

## Article 7 : Membership

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Membership in the Society comes to an end by:

1 – *Resignation*

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

The member is invited by registered mail to defend his/her case during a meeting of the ESVM Board. An appeal can be made, 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.

## Article 8: Finances:

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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 – Sponsorship from appropriate bodies
- 5 - All other resources authorized by the law.

## Article 9: ESVM Board:

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The Society is guided by a **Board** consisting of the National Society/member country Delegates, in the number of one for each National Society or Group, nominated by its own board according to its own rules. The National Society delegate holds office for a period of 4 years when the National Society reviews its representation. At that time a new ESVM Board member can be proposed, or the National Society can choose to continue with the same representative.

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

The Board elects an **Executive** among its members. The Executive is usually composed of seven executive members though it can co-opt an eighth member (see below):

- 1 - The President,
- 2 - The Vice-Presidents, i.e. immediate Past-President(s) and President-elect,

- 3 - The Secretary General and the Associate Secretary General (who is the Secretary General elect),
- 4 - The Treasurer General and the Associate Treasurer General (who is the Treasurer elect)

The Executive can co-opt one other ESVM Board member to join the Executive if it requires the skills of this additional member.

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

- The **President** chairs the meeting of the ESVM Board as well as the meeting of the Executive 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 and the ESVM Secretariat, takes care of all the secretarial work of the Society. In particular, with the help of the ESVM Secretariat, he/she draws up a report on the decisions and notes them in the minutes of the ESVM Board meetings.
- The **Treasurer General**, who is helped by the Associate Treasurer General and the ESVM Secretariat, 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, with the help of the ESVM Secretariat, on a monthly basis, the accountancy on all transactions and produces a complete report to the ESVM Board bi-annually, as well as to the General Assembly annually.

#### **Article 10: Meeting of the ESVM Board:**

The ESVM Board meets once every year; convocation is summoned by the President. It can have a supplementary meeting if at least 8 members of the ESVM Board ask for it. Interim meeting via Skype or other electronic means will be undertaken to allow the day to day work of the ESVM to continue.

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

The ESVM Board 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 members of all member National Societies. The members are invited to the General Assembly at least two weeks before the date determined by the ESVM Board. The agenda of the meeting is enclosed in the invitation letter and is set up by the ESVM Board.

The Secretariat of the General Assembly is the same as the one of the ESVM Board. The President, assisted by the members of the Executive, 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 ESVM Board all power to accomplish the operations that are part of the goals of the Society. Moreover, it decides on all questions brought up on the agenda. All the decisions of the Annual General Assembly are taken by the members present and by votes which are also allowed to be cast by email but must be received 24 hours before the General Assembly. Proxy or represented votes are also allowed (maximum two proxies for a present member).

Urgent meetings of the General Assembly can be organized more frequently than annually on a written request signed by at least 8 members of the ESVM Board.

## Article 12: The Extraordinary General Assembly:

The President can call an Extraordinary General Assembly when necessary according to the modalities as mentioned in Article 11. It will make decisions based on a majority of vote. 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, or can vote by email as long as the vote is received more than 24 hours before the General Assembly. At least half of the member countries must be represented within the voting.

A list of the members present will be documented and certified by the ESVM 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 Executive. 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 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, with help from the Secretariat, in a minute and signed by the President. The Secretary can deliver all certified copies to testimony in front of third parties.

## Article 14: Bye-Laws (Internal regulations)

The ESVM Board 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 put forward for approval to the General Assembly.

Changes in the Constitution can only be made by the ESVM Board and with the agreement of the Presidents of the member National Societies. Such agreement (or otherwise) can be given in person at an ESVM Board meeting, or electronically by email or Skype. Proxy or represented votes are also allowed (maximum two proxies for a present member). At least three quarters of the member countries must be represented within the voting. Decisions will be based on a majority of vote.

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ESVM Board Representative

Jill Belch  
Professor Jill JF Belch  
FRCP, MD (Hons), FRS(E), FMedSci, OBE  
Professor of Vascular Medicine  
Ninewells Hospital and Medical School  
Dundee DD1 9SY  
Scotland  
Tel: 01382 383092  
Email: J.J.F.Belch@Dundee.ac.uk



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