

EUROPEAN ASSOCIATION OF CLINICAL ANATOMY

BYLAWS and CONSTITUTION

Article I. NAME and SEAT

- 1) The name of the organization shall be: European Association of Clinical Anatomy (EACA), hereafter referred to as the Association.
- 2) The head office of the Association is at the office of the Secretary General.

Article II. NATURE

The EACA is a European Association of clinical anatomy international members. It is non-political, has no religious affiliations and is non-profit-making.

Article III. PURPOSE

The purpose of the Association, as contained in the Letters Patent shall be:

- 1) to promote and distribute at a European level research and education in clinical anatomy, that is to say practical anatomy applied to current clinical problems both diagnostic and therapeutic.
- 2) to increase amicable relations and to facilitate cultural and scientific exchange between European clinical anatomists.
- 3) The scientific activity will be promoted by means of a European Congress taking place every two years (odd years) in a European city chosen by the General Assembly. In case of joint meetings with other associations the meeting place may be anywhere, if suggested by the Executive Council and voted for by the General Assembly.
- 4) All European countries having members of the EACA are invited to form national sections of the EACA. The latter will be named "(adjective of the name of the country) section of the EACA" in the appropriate language. These national sections will follow the general norms defined in the present statutes, but they will benefit from complete autonomy including administrative and economic independence. The validity of a national section in a country will only be recognized insofar as its statutes have been previously approved by the Executive Council of the EACA and have been recognized subsequently by decision of the General Assembly. The national statutes must provide that to be a member of a national section of the EACA, it is necessary to be already a member of the EACA. These national sections will organize their national congresses in the year when the European congress of the EACA does not take place. These congresses, national and European, will be organized, if possible, at the same time and place as the Congress of the Association of

Anatomists with the agreement of those responsible for this Association and for these congresses.

- 5) Any European country already possessing a National Association of Clinical Anatomy can join the EACA while retaining total autonomy: it suffices for each national Association to make an application to the Executive Council of the EACA and for this application to be accepted by two-thirds of the votes of all the members of the Executive Council.
- 6) Depending on the economic resources of the EACA, prizes, scholarships and other grants will be offered to authors who may have merited them in order to stimulate scientific research.
- 7) The official language of the EACA (also for the European congress) is English.
- 8) Financial resources allocated for the development of social activities of the EACA will be the following: annual subscriptions, proceeds of its own property and rights but also subsidies, grants or contributions which it may legally receive. Credits obtained by the EACA in the legal framework will be distributed by the Executive Council in the framework of goals defined by the statutes.

Article IV. MEMBERSHIP

1) Classes of Members.

The Association shall consist of four classes of membership: regular members, associate members, honorary members and emeritus members. Unless otherwise stated, membership is by way of application to the Membership Committee. To qualify for membership, it is necessary to have acquired a specialty in anatomy, surgery, radiology or related fields.

1.1. **Regular Members** are those who pay the full membership fee which includes the subscription to the journal of the EACA. Any individual with the required qualification is eligible to apply for regular membership. Regular members shall be eligible to vote at Associations, hold any office in the Association and receive its publications.

1.2. **Associate Members** are those who pay the reduced membership fee which does not include the subscription to the journal of the EACA. Any individual with the required qualification is eligible to apply for regular membership. Associate Members shall be eligible to vote at the General Assembly, but not to hold any office in the Association.

1.3. **Honorary Members** are important scientific personalities, European or non-European and any Regular Member, who may have contributed to the prestige of the EACA in their professional activity. Candidature of these members will be proposed by the Executive Council and must be approved in General Assembly. Such designation is purely honorary, and shall have no financial or other benefits.

1.4. **Emeritus Members:** a Regular Member may become an Emeritus Member upon retirement and by submitting written notification to the Secretary General. Emeritus members who are no longer employed full time are not required to pay dues, but are

required to pay the subscription fee at the member's rate if they wish to continue receiving the journal. Emeritus Members shall be eligible to vote at the General Assembly, but not to hold any office in the Association. To become Emeritus Member the person must have paid subscriptions as members of the EACA for a minimum of five years

2) **Dues**

The Secretary General, at the General Assembly, and with the majority vote of members present, shall set the dues according to the needs of the Association. Membership dues shall be paid by a date of each respective year as decided by the executive council on suggestion of the treasurer. Emeritus members shall not be billed for membership.

3) **Termination of Membership.**

A member who has not paid dues as stated in art IV. 2 shall be deemed to be no longer a member of the Association, and shall lose all rights thereof. Reinstatement of membership will include re-application to the Membership Committee, and payment of all back dues accrued, to a maximum of two years dues. Retirement must be announced before Sept, 1st of the respective year.

4) **Expulsions.**

Membership of any member of the Association may be terminated for just cause by a two-thirds affirmative vote of the eligible voting members at the Biennial Association.

Article V. MEETINGS

1) The **General Assembly** can be attended by all regular members, associate, honorary, and emeritus members, having the right to vote, if they are in good standing as regards their subscriptions or obligations.

1.1. The General Assembly will take decisions by a simple majority of present members. A simple majority will also be sufficient for all decisions concerning the disposition or the transfer of property, the nomination of members of the Executive Council, administrators and/or representatives, for requests for declarations as a public utility, and for decisions necessary to make up a federation of Associations as a public utility or integration in this entity in the case where it already exists. On the other hand, modifications to the statutes and the dissolution of the EACA should only be adopted after a favorable vote of two-thirds of the members present or represented during the course of the corresponding General Assembly.

1.2. The General Assembly should be convoked by the Secretary General in ordinary session, a minimum of once every other year to approve the accounts and the budget. This session will take place during the biennial congress of the EACA.

- 1.3. The agenda of the General Assembly must comprise reports by the Honorary President, the Secretary, the Treasurer and the Editor. The amount of the subscription fee will be fixed and the place and host of the next congress will be decided; the Honorary President of the next European congress will be designated; the election of members of the Executive Committee will take place if necessary.
- 1.4. An extraordinary general assembly may also be convoked when the Executive Council considers it necessary or when it is called for by the signature of twenty percent of the members having the right to vote.
- 1.5. The Secretary General shall give written notice of General Assembly and Special Meetings of the membership as a whole by mailing to each member a notice stating the place, date and hour of the meeting and, in case of a Special Meeting, the purpose of which the meeting is being called, and give sufficient information to members about such purpose to allow them to form a reasoned judgment on any decision to be taken. Written notice of Special Meetings and General Assembly shall be given not less than thirty days before the date of the meeting.
- 1.6. The ordinary General Assembly and extraordinary General Assembly will remain validly constituted after a sole and unique convocation, whatever the number of members present or represented who attend it.
- 1.7. Each Regular Member, each Associate Member, each Honorary Member and each Emeritus Member who is present, shall be entitled to one vote on each issue at any duly convened General Assembly of the Association. Members who cannot be present at a Meeting may designate another Member in good standing to vote on his/her behalf with an assigned proxy. Proxies are to be in writing.
- 1.8. The general assemblies are chaired by the Secretary General or, in default, by the Assistant Secretary General, or, if necessary, by a person chosen by the members present at the general assembly.

Article VI. EXECUTIVE COUNCIL

- 1) The Executive Council is the executive organ of the EACA. Its mission is to manage and to oversee the EACA within the limits outlined by the present statutes or yet to be decided by the general assembly.
- 2) The Executive Council of the Association comprises the Honorary President, the Honorary Vice-President, the Past-President, the Secretary General, the Assistant Secretary General, the Treasurer, the Assistant Treasurer and 6 councilors. None of these offices will be remunerated and they can be held only by regular members of the EACA.

- 3) The Executive Council will hold its sessions when the Secretary General so determines or on the initiative of three of its members. The session will be chaired by the Secretary General or, in his absence, by the Assistant Secretary General.
- 4) The decisions of the Executive Council are adopted by simple majority. In the event of a tie vote, the Secretary General or in his absence, the Assistant Secretary General will have the casting vote. The council meeting requires the presence of at least four of its members.
- 5) The Honorary Vice-President will be appointed **Honorary President** for a term of two years following the respective European congress.
- 6) The congress president will be appointed **Honorary Vice-President** for a term of two years prior to the respective European congress.
- 7) The Honorary President becomes **Past-President** for a term of two years following his/her term of Honorary President.
- 8) The **Secretary General**, the **Assistant Secretary General**, the **Treasurer**, and the **Assistant Treasurer** will be elected by the general assembly of the European congress for duration of *four* years. Re-election is possible.
- 9) The 6 councilors will be elected by the general assembly of the European congress for duration of *four* years. Re-election is possible.
- 10) The Editor-in-Chief of the journal SRA is an ex officio member of the Executive Council. He may, should the occasion arise, become a member of the Executive Council. In the absence of the Editor-in-Chief he may be replaced by an Assistant Editor or the Former Editor-in-Chief.
- 11) The functions of the **Honorary President** of the EACA are:
 - 11.1. To represent the EACA, jointly with the Secretary General on official occasions
 - 11.2. To sign the minutes of meetings of the Executive Council and general assemblies.
 - 11.3. To sign nominations and diplomas in conjunction with the Secretary General.
- 12) The **Honorary Vice-President** will replace or substitute the Honorary President whenever necessary.
- 13) The **Past-President** will replace or substitute the Honorary President in absence of the Honorary Vice-President whenever necessary.
- 14) The **Secretary General** is elected for a term of 4 years and can be reelected for the same position. The Secretary General shall be the chief executive officer of the Association. His functions are:
 - 14.1. To represent the EACA jointly with the Honorary President, on official occasions.
 - 14.2. To preside the meetings of the Executive Council and the General Assembly.
 - 14.3. To collect the reports of meetings of the Executive Council.
 - 14.4. To be an ex-officio member of all committees.
 - 14.5. To draw up the agenda for the Executive Council and for the General Assembly.

- 14.6. To sign the minutes of meetings and general assemblies in conjunction with the Honorary President.
- 14.7. To sign nominations and diplomas in conjunction with the Honorary President
- 14.8. To send the convocations to general assemblies.

15) The **Assistant Secretary General** of the EACA will assist the Secretary General to accomplish his tasks and the latter may delegate them to him in whole or part. The Assistant to the Secretary General is elected for a term of four years and can be reelected for the same position.

16) The duties of the **Treasurer** are:

- 16.1. To keep the accounts of the EACA up-to-date.
- 16.2. To sign checks and money orders with the Secretary General.
- 16.3. To report on the state of cash receipts and cash disbursements at general assemblies.
- 16.4. To prepare an annual accounting statement of cash receipts and cash disbursements which he/she will make known to the Executive Council and to all members as the Board may direct; to send this accounting statement to the Secretary General in order that he may discuss them in detail with the competent authorities.

17) The duties of the **Assistant Treasurer** are:

- 17.1. To assist the treasurer in all his duties.
- 17.2. To replace the treasurer in case of his absence.

Article VII. ELECTIONS

1) **Time and Place.**

Election of all officers shall take place at the General Assembly, and shall be the last order of business at this meeting.

2) **Nominations.**

Nominations for the election to office on the Executive Council must be proposed in writing to the Secretary General of the EACA at the latest by the first day of the congress.

3) **Voting Process.**

Voting shall take place during the General Assembly. On request of one member or more the voting must be done secretly. A majority of the vote cast is required to declare a winner. In the event of a tie vote, the vote of the Secretary General will determine the winner.

4) **Change of the Executive Committee.**

The new executive shall take office at the conclusion of the General Assembly.

Article VIII. COMMITTEES

There shall be two standing committees of the Association and the Secretary General as required may appoint other standing or ad hoc committees. The Secretary General is an ex officio member of all committees.

Section 1. Journal Committee.

This Committee should consist of 4 - 6 members at large appointed by the Secretary General and approved by the General Assembly. The editor-in-chief of SRA is an ex officio non-voting member on this committee. The responsibilities of this committee shall be:

1. to select and suggest to the council the editor-in-chief of SRA for a term of five years.
2. to oversee and negotiate the relationship between the association and the publisher.

Section 2. Conference Planning Committee.

This committee should consist of 4 - 6 members at large appointed by the Secretary General and approved by the General Assembly. The host of the biennial conference is an ex officio non-voting member on this committee. The responsibilities of this committee shall be:

1. To assist the conference host in planning the conference and decide on Call for Abstracts, topic categories, symposia, platform and poster sessions.
2. To supervise the quality of the communications by reviewing and evaluating the abstracts and other scientific presentations.
3. To establish guidelines for future conferences regarding preferred time of the year, duration of the conference, conference fees etc.

Article IX. AMENDMENTS

The Bylaws of the Association not embodied in the Letters Patent may be repealed or modified by a bylaw enacted by a majority of members present at a Association, provided that notice of motion of such change is sent to all members at least 60 days prior to the Meeting.

Article X. DISSOLUTION

In the event of dissolution, the assets and property of the Association remaining after payment of expenses and the satisfaction of all liabilities shall be distributed as determined by the Executive Council and as approved by a court of competent jurisdiction, to the World Health Organization or other charitable organizations, as decided by the Executive Council.

Article XI. SEAL

The Association shall have an official seal, which shall contain the letter " EACA". The seal should be in the custody of the Secretary General of the Association.

Article XII. APPROVAL of ARTICLES

These articles became binding and effective when they were duly accepted by the eligible voting membership at the General Assembly of the European Association of Clinical Anatomy in Palermo, Italy, July 2, 2005.