

## ISIN

International Society of Intraoperative

Neurophysiology

By-Laws

Version 15/11/2013 Draft and Suggestion by Karl F. Kothbauer

Approved 15/11/2013 by ISIN General Assembly Vote, Cape Town

### ARTICLE 1:

Name, Seat and Status of the Society

The organization shall be called the “International Society of Intraoperative Neurophysiology” hereafter also referred to as “ISIN”. The registered seat is ISIN Office, c/o IMK. Institute for Medicine and Communication, Ltd., Münsterberg 1, 4001 Basel, Switzerland.

The ISIN shall be a non-profit international multidisciplinary independent scientific society. The official language of the Society and all its transactions and meetings is English.

### ARTICLE 2:

Purpose and Ethics of the Society

The purpose of the ISIN is the pursuit of the advancement of excellence in intra- and perioperative neurophysiology by:

- Conducting regular meetings of the ISIN and joint meetings with related scientific societies (including but not limited to neurology, neurosurgery, orthopedic surgery, endovascular radiology, anesthesiology, neurophysiology)
- Providing education in Intraoperative Neurophysiology by courses, conferences, and scientific communication
- Promoting research in Neurophysiology
- Representing intra- and perioperative Neurophysiology in the world
- Advancing standards of care for patients undergoing surgical procedures associated with significant risk of neurological injury
- Advancing standards of education for professionals involved in intraoperative neurophysiology

The ISIN and its representatives will act and decide with utmost respect for human rights, scientific integrity and independence, as well as independence from outside financial interests.

### ARTICLE 3:

Property of ISIN and raising of funds

Property of the ISIN will be:

- a) Capital and real estate the ISIN may acquire
- b) Credit surplus from the annual final balance
- c) Membership fees, donations, legacies, gifts, etc.

The funds necessary to maintain the ISIN shall be raised through:

- a) membership fees, as determined by the Executive Board and approved by the general assembly

- b) donations, foundations, legacies, gifts
- c) proceeds of the activities organized by the ISIN
- d) incomes from properties of the ISIN

#### ARTICLE 4:

##### Membership of ISIN

###### Active Membership

Active members shall be MDs, PhDs, or doctorate level clinical neurophysiologists, with a primary function or active interest in intraoperative and perioperative neurophysiology. Active Members may vote, hold office, and serve on Committees. All members shall be required to pay annual dues.

###### Associate Membership

Associate Members shall be registered technicians and nurses or other professionals active in Intraoperative Neurophysiology. They may serve on Committees but have no vote. Associate members shall be required to pay annual dues. Students providing evidence of student status can be associate members and can have their dues waived by the board for a maximum of two years.

###### Senior Membership

At any time of retirement from active Intraoperative Neurophysiology, Active Members and Associate Members may apply to the Executive Board for becoming Senior Member. Senior Members shall not be required to pay annual membership dues. They have all other rights of Active members.

###### Honorary Membership

The executive Board may identify individuals with outstanding achievements in the field of intra- and perioperative neurophysiology and confer upon this individual the honor of honorary membership which must be confirmed by a majority of votes at the General Assembly. Honorary Members shall not be required to pay neither annual membership dues nor registration fees for the biannual scientific meeting.

#### ARTICLE 5:

##### Application for Admission of new members

Applicants for membership can apply for admission into their appropriate ISIN membership category either in writing or via the ISIN website. The application must include the membership form as designed and approved by the executive board, the curriculum vitae of the applicant, and evidence of his/her doctorate (active members), or proof of education and/or professional activity (associate members). The application will be evaluated by the president, president-elect and the secretary. The application is presented to the full executive board. Admission requires a majority vote by the executive board. Membership becomes effective with the decision of the executive board, the payment of the membership dues for the year of admission and the return of the written document of the applicant to abide by the principles and the bylaws of ISIN. Once membership becomes effective the new member will be provided with a certificate of membership by the secretary, who will be assisted by the

professional secretariat. All new members will be presented to the general membership at the next business meeting.

#### ARTICLE 6:

Termination of membership.

Membership automatically ends with the death of the member.

##### 1. Resignation

Any member wishing to resign from the ISIN must submit his/her resignation in writing to the Secretary, who informs the Executive Board. Termination of membership becomes effective at the end of the year in which the resignation was submitted. There will be no partial refund for the last annual membership fee.

##### 2. Expulsion

The following will constitute grounds for expulsion from the ISIN:

a) Failure to pay annual membership dues for more than two subsequent years, even after three notices to pay, submitted at bi-monthly intervals. The executive board may contact the non-paying member for a final attempt to settle the bill. If still no payment is provided the executive board may vote upon expulsion. Unanimity and a quorum of five board members is required for expulsion. If expulsion becomes effective, the executive board informs the former member in writing about its decision, and the expulsion is communicated at the biannual membership meeting.

b) The demonstrated willful intent to act in a manner likely to discredit or damage the reputation or the activities of the ISIN. All proposals submitted by an active member (in writing and stating reasons) for expulsion from the ISIN must be considered by the Executive Board. The executive Board will investigate the allegations. The decision requires a majority of the executive board with a quorum of five members. The member will be provided with prompt written notification of the Executive Board's decision. Should the Member decide to resign at that stage, the matter need not be brought before the biannual membership assembly. If the decision is contested by the member, it is placed before the entire membership at the bi-annual meeting. Expulsion requires a vote of at least 60% of the voting members voting in a secret ballot. The expulsion becomes effective immediately upon certification of the vote by the president.

#### ARTICLE 7:

Membership dues

Annual dues for membership shall be determined by the Executive Board for periods of two years, and approved by the membership at the biannual general meeting. The currency of payment should be the Euro.

Paid membership dues cannot be refunded.

If membership dues are not paid for one year, the benefits of membership will be suspended. If membership dues remain unpaid longer, Article 6, 2a comes into effect.

#### ARTICLE 8:

Organization Structure

The organs of ISIN are:

- a) the General Business Meeting
- b) the Executive Board

The General Business Meeting, syn. General Assembly

The General Assembly includes all members. Only active members have the right to vote. The General Assembly meets at least every two calendar years upon the occasion of the scientific meeting. It represents the entire membership and its decisions, taken according to these bylaws, should be accepted by all members even if absent or dissenting. Every active member present can cast one vote. Votes may be counted with handcount or with secret ballot as decided by the Executive Board as appropriate. Decisions are made by a simple majority. Expulsion of members or dissolution of the ISIN require a 2/3 majority.

The executive board presents all relevant items to the Assembly. This must include

1. A report of ongoing business presented by the President and/or the Secretary.
2. A list of the new members admitted since the last Business Meeting
3. A treasurer's report including the financial balance, expenses and proceeds since the last Business Meeting. The General Assembly must approve the balance.
4. Amendments to the Bylaws.
5. Officers to serve on the Executive Board are proposed by the Board or by any active member at the General Assembly and voted on by the General Assembly.
6. Other items put forward by the Executive Board or by present active members.

The Executive Board

The ISIN shall be governed by an Executive Board which shall manage the affairs of the ISIN within the provisions and regulations of these By-Laws. The Executive Board will be appointed by majority vote at the Business Meeting.

The Executive Board shall consist of the following officers:

President  
President Elect  
Immediate Past President  
Secretary  
Treasurer  
President of the Congress  
Four Members at large  
Chair of the Educational Committee

The Executive Board shall retain the advice and contribution of Past Presidents, who may attend Board meetings but have no vote.

Officers of the ISIN with the exception of the President and President Elect, are elected for a term of two years, and may be re-elected for one further term of two years with support of the majority of membership. The term of office for the President and the President Elect is two years.

- The President is the legal representative of the ISIN. He or she presides over all meetings of the ISIN and all meetings of the Executive Board, is an ex-officio member of all Committees, and is empowered to appoint ad hoc committees. He or she holds office for two

years and cannot be re-elected to office for a period of six years following his/her presidency, but (s)he may chair or serve on a committee.

- The President Elect acts as vice-president in the absence of the President. He or she is elected for a period of two years, at the end of which time (s)he becomes President.
- The Secretary must keep a record of all meetings, and (s)he conducts the correspondence of the ISIN. He or she must provide a written report of each meeting of the ISIN and notify candidates of their admission as members or election as officers. He/she shall preserve the archives of the ISIN and at appropriate times, prepare reports at the request of the Executive Board.
- The Treasurer collects and dispenses the funds of the ISIN. He/she keeps the account and provides a regular statement of balance to the Executive Board., provides a financial report to be approved by the General Business Meeting.
- The President appoints a member to serve as financial controller.
- The Congress President is responsible for the site selection, organization and conduct of the Meeting with the exception of the scientific program.

The four members-at-large shall be recruited from parts of the world to provide a balanced geographic worldwide representation of the entire membership.

Elections for all board positions take place every two years. Nominations for these will be made by the Executive Committee. Other Candidates may be proposed by Active Members at the Business Meeting. All Active Members are able to cast votes for each of these positions. Election is by simple majority in each category. The vote may be carried out electronically, openly by hand or by secret ballot at the decision of the Executive Committee. Quorum. For the decisions of the Executive Board to be binding at least two thirds of the voting members of the board must cast a vote.

#### ARTICLE 9:

##### Functions and Responsibilities of the Executive Board

The control of the ISIN in accordance with the By-Laws is the responsibility the Executive Board. It shall be the charge of the Executive Board to arrange a scientific meeting at least every two calendar years during which there will also be a General Assembly meeting. There will be one official executive board meeting annually at a time and place to be determined by the executive board. Executive Board Members are responsible to be personally present at the meeting. ISIN has no obligation to reimburse executive board members for their expenses upon attending the executive board meeting. Committee members are invited to attend these meetings and engage in the discussion but cannot vote.

#### ARTICLE 10:

##### Society Meetings

The General Business meeting takes place according to the guidelines put forward in Article 8.

The Executive Board meetings must take place once every calendar year.

There shall be one scientific meeting of ISIN at least once every two calendar years.

The Executive Board may approve the organization of additional meetings in formats as seen appropriate.

The ISIN will encourage official postgraduate educational courses approved by the Executive Board.

The Executive Board is responsible for the scientific program of all scientific meetings organized and sponsored by ISIN and together with the congress president form the core of the scientific committees for individual meetings.

#### ARTICLE 11:

##### Financial balance and financial obligations

The financial year ends on December the 31<sup>st</sup> .

The Executive Board will present the final balance for every year to the General Assembly for approval. It is forbidden to share proceeds or profits among the members. The ISIN must not carry a negative balance or debt.

The congress president is required to submit a proposed congress budget at least 18 months prior to the meeting. The executive board must accept that proposal by majority vote. The executive board has the right to move the meeting if excessive financial risks are involved. ISIN is ultimately responsible for profits and deficits.

Available funds can be expended following decisions of the executive board according to the bylaws and with the purpose of the ISIN as the leading priority.

#### ARTICLE 12:

##### Amendments to the bylaws and Dissolution of the Organization

Suggested amendments to these By-Laws must be proposed either by the Executive Board or in writing and signed by five active members and submitted to the Executive Board at least 3 months prior to the Business Meeting. The adoption of bylaw amendment shall require affirmative vote of two-thirds of the members present.

The association has indefinite life. Voluntary dissolution of the organization must be based on a written motion submitted by at least one third of the regular membership. Such a motion shall be carried by a two-thirds majority at the membership meeting. In the case of voluntary dissolution of the organization the General Assembly or the Executive Board will appoint one or more liquidators of the ISIN. The assets of the organization shall be used for scientific purposes as designed by the General Assembly or if the General Assembly cannot meet, by the Executive Board.