

Company Registered No. 04524120  
Charity Registration No. 1093753

## EUROPEAN SOCIETY FOR VASCULAR SURGERY

### BYE LAWS

**ADOPTED:** 28 September 2002  
**Amended:** 18 September 2005  
**Further Amended:** 18 September 2010  
**Further Amended:** April 2016

#### INTERPRETATION

In these Bye Laws the following expressions shall have the following meanings:-

“Annual Conference” means the conference of the Society referred to in Bye Law 7

“the Charity” means European Society for Vascular Surgery a company limited by guarantee and registered in England and Wales under Company Number 04524120 and Charity Registration Number 1093753

“Council” means the Council of the Charity and of the Society

“Member” for the purposes of these Bye Laws means a member of the Society

“the Society” means the European Society for Vascular Surgery of which the Charity is the administrative and legal entity

#### SECTION 1: MEMBERSHIP OF THE SOCIETY

##### 1.1 Categories of Membership

There shall be seven categories of membership:

- Honorary
- Senior
- Full
- Trainee
- Associate
- Corresponding
- Industrial

No person shall be a member in more than one category save as may be expressly provided in these Byelaws.

##### 1.2 Honorary Membership of the Society

Honorary Membership shall be reserved for such persons as may be deemed worthy of this honour by the concurrence of the Society. The number will be small and not usually exceed twelve. They need not be European. They shall receive notice of meetings and be encouraged to attend meetings. They shall receive the Society Journal. They shall be nominated by the Council and shall be ratified by a show of hands of the members of the Society present and entitled to vote at the Annual Conference. Their appointment shall be for such period as the Council shall from time to time determine.

### **1.3 Senior Membership of the Society**

Every Full Member over the age of 65 years who shall have been a Full Member for a period of at least 5 years and who has retired from practising (in any way) as a Surgeon may elect to become a Senior Member. They shall be entitled to attend meetings, submit abstracts and present papers. They shall receive notice of meetings and the Society Journal.

### **1.4 Full Membership of the Society**

This category is for European surgeons in practice who are substantially involved in the care and treatment of patients suffering from vascular disease and who apply for Full Membership in the form prescribed from time to time by the Council. Full members shall be aged 35 years or more and under the age of 65 years save as may be expressly provided in these Byelaws. They shall receive notice of meetings, the Society's Journal and be entitled to attend meetings, submit abstracts, present papers and comment. Only Full Members and Honorary Members shall have the privilege of voting and holding office.

### **1.5 Trainee Membership of the Society**

This category is for committed trainees worldwide in the care and treatment of vascular disease and who apply for trainee membership in the form prescribed from time to time by the Council. They shall receive notice of meetings, receive the Journal and be entitled to attend meetings, submit abstracts and present papers and comment. Trainee Members will normally become Full Members or Corresponding Members after the age of 35 years, however, if the member is still in training, the Trainee Membership may continue until the age of 40. If a Trainee Member qualifies as a Vascular Surgeon before the age of 35, the Member shall be eligible to become a Full Member. Proof of Trainee Status must be sent to the Society every year.

### **1.6 Associate Membership of the Society**

This category is for non-surgical members from associated specialties including anaesthetists and radiologists interested in advancing the management of vascular disease and who apply for associate membership in the form prescribed from time to time by the Council. They shall receive notice of meetings, receive the Journal and be entitled to attend meetings, submit abstracts and present papers and comment.

### **1.7 Corresponding Members of the Society**

These are non-European members over the age of 35 who shall receive notice of meetings, receive the Journal and be entitled to attend meetings, submit abstracts and present papers and comment and who apply for corresponding membership in the form prescribed from time to time by the Council.

### **1.8 Industrial Members of the Society**

These are members from organisations with an interest in vascular disease and who apply for industrial membership in the form prescribed from time to time by the Council. They shall receive notice of meetings, receive the Journal and be entitled to attend meetings.

### **1.9 Application for membership of the Society**

Candidates for membership of this Society shall apply to the Secretary in the form prescribed from time to time by the Council.

Full Membership of the Society shall be determined by the Council on receipt of evidence of practice with an interest in vascular disease and who have achieved higher professional training.

Application for Trainee Membership of the Society must be supported by written evidence of practice with an interest in vascular disease.

The form of application for membership of the Society shall be furnished by the Secretary of the Society upon request by the applicant.

The Council is empowered to grant membership to all categories of members of the Society except Honorary Membership, which shall only be granted after names have been presented before the Society and elected as described in Bye Law 1.2.

#### **1.10 Membership of the Society Database**

The membership of the Society will be held on a secure database held with the Secretary. Only those members who have agreed that their details may be made available to companies outside the Society will be detailed on the website in compliance with the laws of England and Wales and the European Data Protection Principles. A full list is available to members only on the password protected part of the website.

#### **1.11 Resignation and termination**

The Council, may recommend the expulsion of a member of the Society on the grounds of professional or ethical misconduct, and submit his name, together with the grounds of complaint, to the Society at an Annual Conference, after giving such member reasonable opportunity to appeal on his own behalf. The Council may suspend any member of the Society pending the resolution by the Society as set out above.

The Council shall recommend that any Full Members of the Society whose dues are in arrears for one year shall have their membership terminated.

#### **1.12 Reinstatement**

A member whose membership has lapsed may apply for reinstatement in writing in such form as may be prescribed by the Council from time to time. Upon payment of any subscription due, a member shall be reinstated.

#### **1.13 Interpretation**

Any qualification for membership of the Society or otherwise by reference to the words “Europe” of “European” may be sufficiently fulfilled on the basis either of nationality or of residence as the Council may from time to time decide.

## **SECTION 2: THE COUNCIL**

### **2.1 Council**

Any country with a membership numbering more than ten will be invited to nominate a Council representative in accordance with the procedures set out in the Articles of Association of the Charity.

### **2.2 Proceedings of Council**

The proceedings of the Council shall be regulated in accordance with the Articles of Association of the Charity.

### **2.3 Directors – Term of Office**

The term of office of Directors shall be regulated in accordance with the Articles of Association of the Charity.

### **2.4 Trainee Section of the Society**

The Trainee Section of the Society is composed of the Trainee Members. Trainee Members shall elect one of their number to be a member of the Council. Nominations shall be made by members of the Trainee Section to the Secretary of the Society no later than 1 September. The Secretary shall provide voting papers and an election shall be held at the Annual Conference of the Society. The successful candidate shall take up his or her position at the commencement of

the meeting of the Society in April next following. The person so elected shall thereupon automatically be deemed to be Full Members with all the rights and privileges of a Full Member throughout his period of office as a member of Council and Education and Training Committee, notwithstanding the fact that he is under 35 years of age but without prejudice to his continued membership as a Trainee Member of the Trainee Section.

### **2.5 Section and Board of Vascular Surgery**

There will be a reciprocal arrangement between the Society and the Section and Board of Vascular Surgery, in that a representative from each Council will be entitled to attend the other Society's Council or Section meetings as non-voting observers. Normally the Secretary will be the Council representative on the Section and Board of Vascular Surgery.

## **SECTION 3: THE OFFICERS OF THE SOCIETY**

### **3.1 Election of Officers of the Society**

Save for the office of President, President Elect, Deputy President Elect and the Senior Editor the Officers of the Society shall be proposed for election at the Annual Conference on the nomination of the Council and shall take office upon the date agreed by Council. The President shall be elected as provided in Section 3.4 for a one year term of office and may not be re-elected for any succeeding period as President. The Secretary and the Treasurer shall be elected for a five year term of office and shall not be elected for a further term. The Senior Editor is elected as provided in Section 4 below for a term which will not exceed three years. The Officers save for the President, President Elect, Deputy President Elect and Senior Editor shall be nominated by any member of the Society in writing to the Secretary of the Society before 1 July in the year before the election is due to occur. The Secretary shall send to all members entitled to vote voting papers by email or arrange for on-line voting. The vote shall be taken at the Annual Conference. Each successful candidate shall take up his or her position at the commencement of the Annual Conference of the Society next following.

### **3.2 The President**

The President shall automatically take office at the conclusion of the Annual General Meeting of the Charity following the completion of his or her year in office as the President Elect. The President of the Society shall perform all duties customarily pertaining to the office of President. He shall preside at all general meetings of the Society and the Charity and at all meetings of the Council. He shall be a Director of the Charity.

### **3.3 President Elect**

The President Elect of the Society shall perform all duties customarily pertaining to the office of the President Elect, both as to the Society and the Council. In the event of a vacancy occurring in the office of President, the Council shall advance the President Elect to the Presidency. The President Elect is a Director of the Charity. If the President is absent from any general meeting or Council meeting the President elect shall preside. After one year in the office of President Elect, the President Elect shall become the President.

### **3.4 Deputy President Elect**

The Deputy President Elect shall perform all duties customarily pertaining to the office of Deputy President Elect, both as to the Society and Council. The President Elect is a Director of the Charity. In the event of a vacancy occurring in the office of President Elect, the Council shall advance the Deputy President Elect to the office of President Elect. The Deputy President Elect shall be nominated by a member of the Society in writing to the Secretary of the Society by 1 July. The Directors of the Charity shall vote for the Deputy President Elect at the next following AGM of the Charity. He shall take up the position at the conclusion of such AGM. After one year in the office of Deputy President Elect, the Deputy President Elect shall become the President Elect.

### **3.5 The Secretary**

The Secretary of the Society shall perform all duties customarily pertaining to the office of the Secretary and he shall hold the office of Company Secretary. He shall serve as Secretary to the Society, Company Secretary of the Charity When deemed appropriate, a Full Member may be elected to serve as an understudy to the Secretary, in anticipation of the latter's retirement from office. The Secretary is a Director of the Charity.

### **3.6 The Treasurer**

The Treasurer of the Society shall perform all duties customarily pertaining to the office as Treasurer of the Society. He shall present accounts annually to the Council and the Society. The Treasurer is a Director of the Charity.

### **3.7 Editor in Chief**

The Editor in Chief is an officer of the Society. The Editor in Chief shall usually be appointed after serving for three years as Senior Editor (as set out in clause 3.8) and shall hold office for a further three years. The Directors of ESVS Conferences Ltd shall recommend to the Executive Committee of the Society that the appointment be ratified, if they approve the appointment at their annual meeting. In the event that the Executive Committee does not approve the appointment, the Directors shall consider nominating a different individual. The Editor in Chief will receive a contract from ESVS Conferences Ltd, setting out the roles and responsibilities of the position. The performance of the Editor in Chief will be reviewed on an annual basis by the Directors, based on that contract. An annual honorarium will be paid to the Editor in Chief by ESVS Conferences Ltd, subject to satisfactory performance. Unsatisfactory performance may lead to termination of the appointment.

### **3.8 Senior Editor**

The Senior Editor is an officer of the Society and will hold office for three years. The post of Senior Editor will be advertised among Society members, Journal referees and members of the Editorial Board. The successful applicant should be a member of the ESVS and usually have previous experience as an Associate Editor. The appointment will be made by the Directors of ESVS Conferences Ltd and the incoming Editor in Chief. The Directors shall recommend to the Council of the Society that the appointment be ratified. In the event that the Council does not approve the choice of Senior Editor, the Directors of ESVS Conferences Limited shall consider nominating a different individual. The Senior Editor will receive a contract from ESVS Conferences Ltd, setting out the roles and responsibilities of the position. The performance of the Senior Editor will be reviewed on an annual basis by the Directors, based on the contract. An annual honorarium will be paid to the Senior Editor by ESVS Conferences Ltd, subject to satisfactory performance. Unsatisfactory performance may lead to termination of the appointment.

### **3.9 Vacancies of Officers**

With the exception of the President who shall be succeeded by the President Elect the Directors of the Charity shall be responsible for filling any vacancies occurring among the Officers.

### **3.10 Procedure for Nomination and Election of Officers**

Save for the position of Deputy President Elect, President Elect, President and Senior Editor, an affirmative vote by a majority of the members present at the Annual Conference shall be required for election to office. Each election shall be held in the year before any vacancy occurs. By way of example, the election for a vacancy occurring in 2011 shall be held at the Annual Conference in 2010 and the successful candidate shall take up their position at the end of the Annual General Meeting in 2011.

## **SECTION 4**

### **Journal and Editorial Board**

The Directors of ESVS Conferences Limited shall be responsible for seeking a fixed term contract with a suitable publisher to produce the Journal of the Society and for agreeing the remuneration of the Editor in Chief, the Senior Editor and any Associate Editors. The contract will be reviewed at every five years, or earlier if they have any concerns about performance or profitability.

The Editor in Chief shall, ex-officio, chair the Editorial Board. The Editor in Chief shall after consultation with the Senior Editor nominate new members of the Editorial Board (maximum number 20), on or before the first day of April, whose appointment will be ratified by the Directors of ESVS Conferences Limited at their next meeting. The criteria for nomination will be based on each individual's performance as a reviewer for the Journal, geographical spread, future priorities and development of the journal. The Editor in Chief and Senior Editor, after consultation with the Editorial Board, shall also nominate new Associate Editors to the Directors of ESVS Conferences Limited (within a maximum number agreed with the Directors). The criteria for nomination will normally depend on performance as a previous member of the Editorial Board or key reviewer for the journal, and the specific knowledge and skills required for the particular Associate Editor role. Monitoring the performance of the Associate Editors will be the responsibility of the Editor in Chief and Senior Editor and a summary included in the annual report of the Editor-in-Chief to the Directors. An honorarium will be paid to the Associate Editors by ESVS Conferences Ltd, subject to satisfactory performance. Unsatisfactory performance may lead to termination of the appointment,

The Editor in Chief and Senior Editor will attend the annual meeting of the Directors of ESVS Conferences Limited to present their report regarding the performance of the Journal, the performance the Editor in Chief, Senior Editor and Associate Editors. They will also be invited to 'in confidence' to comment of the performance of the Publishers. Following this meeting, the Publishers will be invited to give a report on their performance, with particular emphasis on Journal sales, revenue and new developments in publication.

## **SECTION 5: COMMITTEES**

### **5.1**

The Council is empowered to appoint an Executive Committee, a Scientific Committee, a Local Organising Committee, an Educational Training Committee and other such committees as may in its opinion be necessary or desirable for the better running of the Society.

### **5.2 Executive Committee**

The Executive Committee shall consist of the Officers for the time being serving on the Council as defined in Section 3 above and shall be responsible for the day to day running of the Society.

### **5.3 Scientific Committee**

The Scientific Committee shall consist of the Executive Committee and a member of the Local Organising Committee. Members of the Society may be co-opted to the Committee to assist with the marking of Abstracts. Those Abstracts with the highest rating shall be selected to be heard in plenary sessions at the Society's Annual Conference. Reserve papers shall also be identified.

### **5.4 Local Organising Committee (LOC)**

The Local Organising Committee shall consist of one or more members of the Society approved by the Council, with responsibilities for organising the separate parts of the Annual Conference (e.g. Training workshops, social programme, finance). The LOC may co-opt others with knowledge of the chosen location of the future Annual Conference including one member of the Society who shall also be a member of a recognised national vascular society in the host country. One of the members of the Committee will be the Secretary. The Chairman of the LOC will

assume overall responsibility for the running of the Annual Conference and report regularly to the Secretary and to the Council. The LOC shall only commit the Society to any expenditure if such shall have been approved by the Secretary or the Treasurer of the Society.

### **5.5 Education and Training Committee**

The Chairman of the Education and Training automatically becomes a non-voting member of the ESVS Council for his term of office.

## **SECTION 6: FINANCES**

### **6.1 Annual Subscription**

Members shall contribute to the financial maintenance of the Society through annual membership fees. The amount of the annual membership fees shall be determined by the Society at the Annual Conference following advice from the Council. If at the end of any fiscal year there is a deficit in the current funds of the Society, the Council may send out notices to that effect and invite members to contribute the necessary amount so that no deficit is carried over from one fiscal year to another.

The annual subscription shall be due on 1 January in each year for the twelve month period immediately following.

Trainee Members of the Society and also Eastern European members (as determined by the Council from time to time) are entitled to renew at a reduced rate, which may be reviewed annually by the Council.

Honorary Members and Senior Members are exempt from all fees and dues.

Senior Members who wish to receive the Journal must confirm to the Secretary in writing on or before 1 January in each year that they wish to do so.

### **6.2 Contribution by the Journal**

The profits of the Society's Journal shall be divided between the Society and the publishers according to the terms of the contract referred to in 3.7.

### **6.3 Grants**

Council shall decide on the amount of grant funds to be allocated each year. Grant award shall be made by the Council (or by a committee appointed by the Council) in the categories and in accordance with the procedures from time to time adopted by the Council. The grants and categories current as at the date of adoption of these Bye Laws are attached to these Bye Laws as Annexure 1.

## **SECTION 7: MEETINGS**

### **7.1**

The time, place, duration and procedure of the Annual General Meeting shall be in accordance with the Memorandum and Articles of the Charity. Arrangements for the organisation and administration of the Society's Annual Conference which shall be held on the same occasion as the Annual General Meeting of the Charity shall be the responsibility of the Council or ESVS Conferences Limited or other subsidiary of the Society nominated by the Council for such purpose.

### **7.2**

Notice of the Annual Conference and of all meetings (regular or special) of the Society (other than adjourned meetings) shall be given to each member of the Society no less than three months in advance. Such notice shall state the place, date and hour of the meeting and, in the case of a special meeting, shall also state the purpose or purposes for which the meeting is called.

### **7.3**

Attendance at Annual Conferences and participation in the scientific programme shall be expected of all Full Members.

### **7.4**

Each Annual Conference shall have at least one formal business section

### **7.5**

While the scientific sessions of the Annual Conference are held primarily for the benefit of the Members of the Society, it shall be open to non-members who are able to submit such satisfactory credentials, who register in a specified manner and who pay such registration fee as may be determined and published by the Council from year to year.

## **SECTION 8: EXPENSES**

### **8.1**

Expenses (other than those incurred in relation to the Charity which shall be governed by the Memorandum and Articles of the Charity) necessarily incurred by the Officers, Ordinary Councillors and members in connection with the business of the Society shall be submitted to the Treasurer for consideration as directed by the Council. Such expenses should be brought to the notice of the Society at the business section of the Annual Conference.

The table attached to these Bye Laws as Annexure 2 encapsulates the expenses currently reimbursed for Annual Conferences and General Meetings as at the date of adoption of these Bye Laws.

## **SECTION 9: PAPERS**

### **9.1**

Authors of selected papers should normally submit their manuscripts to the Editor in Chief by 1<sup>st</sup> September prior to the Annual Conference, unless previously agreed by the Editor in Chief. Those not submitting their manuscripts by 1 September may be excluded from presenting their paper at the Annual Conference. All papers presented at the Annual Conference shall become the property of the Society and all authors of such papers shall grant a royalty free licence to the Society in any copyright and all rights in the nature of copyright relative to such papers worldwide under the laws of any and all jurisdictions in such form as the Society may from time to time require, but without prejudice to the right of authors to assert and to retain their moral rights under Chapter IV of the Copyright Designs and Patents Act 1988 (as amended) and all like rights under the laws of any jurisdiction. At the discretion of the Editor in Chief, manuscripts will be peer reviewed before publication in the Society Journal.

## Annexure 1

### Current Grants and Categories

#### a) **ESVS EDUCATIONAL TRAVEL GRANTS**

##### **Principles**

The aim of the grant is to allow the applicant, over a short period of time, to look at a particular technique or research project in a European institution. A special committee of the Society will assess each application in a rapid and simple manner and the member of Council (where applicable) for the country of the applicant will be asked to confirm the applicant's standing.

##### **Eligibility**

The applicant must be:

- European; or
- A Trainee Member; or
- A Full Member aged no more than 40 years as at the 31<sup>st</sup> December of the preceding year

##### **Application**

The application form should be sent to the Secretary with:

- Description of what you expect to learn from your visit to this institution.
- The purpose, including a description of your interest and background in the area to be studied.
- How the acquired knowledge will change your practice upon return to the parent institution
- Complete budget with indication of the sum applied for
- A statement showing any other grants that have been received for this project or certifying that no further financing is required
- A letter of agreement from the chief of the institution or department you wish to visit
- A letter of recommendation from the chief of your own institution
- Curriculum Vitae

Deadlines are 1<sup>st</sup> February, and 1<sup>st</sup> August of each year.

A short report must be prepared and sent to the Secretary within one month of completion of travel, including a statement from the institution visited. If a report is not received, then the Society will not give a further grant to the recipient of the grant.

#### b) **ESVS ANNUAL CONFERENCE TRAVEL GRANTS**

A limited number of ESVS Annual Conference travel grants are awarded to those contributing to the scientific content of the meeting as detailed below:

- Full members whose submitted abstracts have been selected for presentation, are granted free registration.
- Trainee members, whose submitted abstracts have been selected for presentation are awarded free registration and will receive a sum of money determined by the Council of between €500 and €1000

Only members who have no other funding to attend the meeting are eligible for the grant.

Those who are successful will be given the award at the Annual Conference by the Administrator located at the Registration desk of the Annual Conference.

**c) ESVS RESEARCH GRANT**

**Aim**

The aim of the ESVS Research Grant is to facilitate research projects conducted by young European vascular surgeons. The amount of each grant will be limited in order to allow as many grants as possible to be approved and to help the maximum number of young surgeons. Allocation of the grants will be decided ultimately by the Council, after initial consideration by a Committee set up to consider the merits of each application.

**Eligibility**

The candidate must be:

- European; and
- Aged under 40 years; and
- A member of the Society

**Principles**

- The maximum amount of funds allocated to the ESVS Research Grant will be decided by Council each year. Usually two grants will be awarded each year.
- The amount awarded to each successful applicant will be up to €30,000

**Application**

- The application form must be submitted to the Secretary and include the following information: An original detailed research project description including the following headlines: Background, aims/hypotheses, methods, importance for vascular surgery and preliminary results (max. 2,000 words)
  - Complete budget including funding already received and applied for.
  - A statement showing any other grants that have been received for this project or certifying that no further financing is required.
  - A letter of agreement from the chief of the host laboratory or department. The letter must confirm that if the grant is awarded, the result of the research will be submitted for publication to the European Journal of Vascular and Endovascular Surgery.
  - List of current research projects in the institution.
  - Curriculum Vitae including list of scientific publications.
  - A letter of recommendation from a member of the ESVS.
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- In cases where the Society finances part of the research project only, the applicant will receive agreement for a given amount; however, this amount will be paid only when the applicant has provided formal confirmation of funds from other sources of finance which cover the whole cost of the project.
  - Each application must be received by 31<sup>st</sup> May in order to be considered for a research grant. The names of successful applicants will be announced at the Annual Conference.
  - The results of the research must be submitted for publication in the Society's Journal.

**Annexure 2**

**Summary of expenses currently reimbursed for Annual Conference**

|                                   | Registration Fee | Accommodation | Travel Expenses | Invitation to Presidential Dinner |
|-----------------------------------|------------------|---------------|-----------------|-----------------------------------|
| President ESVS                    | ESVS             | ESVS          | ESVS            | Yes                               |
| Secretary ESVS                    | ESVS             | ESVS          | ESVS            | Yes                               |
| Staff ESVS                        | ESVS             | ESVS          | ESVS            | Yes                               |
| Treasurer ESVS                    | ESVS             | ESVS          | ESVS            | Yes                               |
| Honorary Member ESVS              | ESVS             | P             | P               | Yes                               |
| Editor in chief and Senior Editor | ESVS             | ESVS          | ESVS            | Yes                               |
| Past Presidents ESVS              | ESVS             | P             | P               | Yes                               |
| Councillors ESVS                  | P                | P             | P               | Yes                               |
| Speakers–ESVS members             | ESVS             | P             | P               | No                                |
| Speakers – invited                | ESVS             | ESVS          | ESVS            | No                                |

**ESVS** = expenses covered by ESVS

**C** = expenses covered by the Annual Conference

**P** = personal expenses