EUROPEAN SOCIETY FOR VASCULAR SURGERY

BYE LAWS

ADOPTED: 28 September 2002
Amended: 18 September 2005
Further Amended: 18 September 2010
Further Amended: 25 April 2017
Further Amended: 26 September 2019

INTERPRETATION

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

“General Meeting” means any meeting of the members of the Society including the Annual General Meeting as defined in the Charity’s Articles of Association.

“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 nine categories of membership:
   Honorary
   Fellow
   European (Full)
   European Trainee
   Non-European Trainee
   Senior or Retired
   Non-European
   European Vascular Nurses and Sonographers (EVNS)
   Associate

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 General Meetings, be entitled to vote at such meetings and receive electronic access to 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 General Meeting. Their appointment shall be for such period as the Council shall from time to time determine. Honorary members shall have the privilege of holding office.

1.3 Fellow Membership of the Society
Fellow membership is a category reserved for distinguished individuals of good standing within the vascular community, as shown by (inter alia) having contributed a significant number of high quality articles to the Society’s Journal and having contributed regularly to the Scientific Programme of the Annual Conference. Fellows must have had continuous membership (in any category) of the Society for several years. Candidates for Fellow membership shall apply to the Secretary who will present their application to the Executive Committee for consideration. They shall receive notice of General Meetings, be entitled to vote at such meetings and receive electronic and printed copies of the Society Journal. Fellow members shall have the privilege of holding office.

1.4 European Membership of the Society (Full members)
This category is for European surgeons in practice who are substantially involved in the care and treatment of patients suffering from vascular disease. They shall receive notice of General meetings, be entitled to vote at such meetings and receive electronic access to the Society Journal. European Members shall have the privilege of holding office.

1.5 European Trainee Membership of the Society
This category is for committed European trainees in the care and treatment of vascular disease. They shall receive notice of General meetings and receive electronic access to the Society Journal. European Trainee Members will normally become European Members when they qualify as a Vascular Surgeon. Proof of Trainee Status must be sent to the Society every year.

1.6 Non-European Trainee Membership of the Society
This category is for committed non-European trainees in the care and treatment of vascular disease. They shall receive electronic access to the Society Journal. Non-European Trainee Members will normally become non-European Members when they qualify as a Vascular Surgeon. Proof of Trainee Status must be sent to the Society every year.

1.7 Senior or Retired Membership of the Society
Every Member over the age of 65 years who shall have been a Member for a period of at least 5 years or who has retired from practising (in any way) as a Surgeon may elect to become a Senior or Retired Member. They shall receive electronic access to the Society Journal.

1.8 Non-European Membership of the Society
This category is for non-European surgeons in practice who are substantially involved in the care and treatment of patients suffering from vascular disease. They shall receive electronic access to the Society Journal.

1.9 European Vascular Nurses and Sonographers (EVNS) Membership of the Society
This category is for European Nurses and Sonographers involved in the care and treatment of patients suffering from vascular disease. They shall receive electronic access to the Society Journal.
1.10 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. They shall receive electronic access to the Journal.

1.11 Application for membership of the Society
Save for Honorary and Fellow memberships of the Society, candidates for membership of this Society shall apply through the dedicated section of the Society’s website.

1.12 Membership of the Society Database
The membership of the Society will be held on a secure database held with the Secretary on a secured password protected online storage for 7 years. Membership data is accessible to authorised people only and only for internal use. According to current regulations, a Data Protection Officer is appointed and any member can request modification or deletion of their personal data at any time.

1.13 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 a General Meeting, 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.

1.14 Reinstatement
A member whose membership has lapsed may apply for reinstatement through the dedicated section of the Society’s website. Upon payment of any subscription due, a member shall be reinstated.

1.15 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 (European Vascular Surgeons in Training – EVST) is composed of the Trainee Members. Trainee Members shall elect one of their number to be a member of the Council by the election process set out in the “EVST group regulations” document.
The person so elected shall thereupon automatically be deemed to be Full Member with all the rights and privileges of a Full Member throughout his period of office as a member of Council, 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.

2.6 Academy Committee
The Chairman of the ESVS Academy automatically becomes a voting member of the ESVS Council for his term of office.

SECTION 3: THE OFFICERS OF THE SOCIETY

3.1 Election of Officers of the Society
Save for the offices of President, President Elect, Deputy President Elect and Editor in Chief the Officers of the Society shall be proposed for election at the Annual General Meeting 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 Editor in Chief is elected as provided in Section 4 below for a term which will not exceed three years. Save for the President, President Elect, Deputy President Elect and Senior Editor, officers’ elections shall be held the year before the term of the current officer is due to end. Applications shall be sent in writing to the Secretary of the Society before 1st April. The vote shall be taken at the Council Meeting in September and the elected officer ratified at the Annual General Meeting. Each successful candidate shall take up his or her position at the conclusion 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 or she shall preside at all general meetings of the Society and the Charity and at all meetings of the Council. She or 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. Applications for the election of Deputy President Elect shall be sent in writing to the Secretary of the Society by 1 July. The Council shall elect the Deputy President Elect at its next following Meeting and the elected officer shall be ratified at the Annual General Meeting. She or he shall take up the position at the
conclusion of the Annual Conference at which the election was ratified. 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. She or He shall serve as Secretary to the Society, Company Secretary of the Charity. 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. She or He shall present accounts annually to the Council and the Society. The Treasurer is a Director of the Charity.

3.7 Editor in Chief of the Society Journal
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 and shall hold office for a further three years. The Directors of ESVS Conferences Limited shall recommend to the Executive Committee of the Society that the appointment be ratified. In the event that the Executive Committee does not approve the appointment, the Directors of ESVS Conferences Limited shall consider nominating a different individual. The Editor in Chief will receive a contract from ESVS Conferences Limited, 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 of ESVS Conference Limited, based on that contract. An annual honorarium will be paid to the Editor in Chief by ESVS Conferences Limited subject to satisfactory performance. Unsatisfactory performance may lead to termination of the appointment.

3.8 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.

3.9 Procedure for Nomination and Election of Officers
Save for the position of Deputy President Elect, President Elect, President and Editor in Chief, an affirmative vote by a majority of the members present at the Annual General Meeting 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

Journals 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 Journals 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 of ESVS Conferences Limited. An honorarium will be paid to the Associate Editors by ESVS Conferences Limited, subject to satisfactory performance. Unsatisfactory performance may lead to termination of the appointment.

The Editor in Chief and Senior Editor will attend annually a meeting of the Directors of ESVS Conferences Limited to present a report regarding the performance of the Journal, the performance the Editor in Chief, Senior Editor and Associate Editors. They will also be invited ‘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 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. The Executive Committee shall determine terms of reference for any Committees appointed by the Council.

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 General Meeting 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.

Honorary Members are exempt from all fees and dues.

6.2 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.
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 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 European Members.

7.4
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.