

THE EUROPEAN SOCIETY FOR MICROCIRCULATION

CONSTITUTION

1. The name of the Society is the European Society for Microcirculation. The Society shall be a non-profit making organisation, domiciled in and subject to the laws of Great Britain and shall conduct its business in the English language.
2. The object of the Society is to advance the study of the flow of blood and other tissue fluids especially in the small vessels and of matters related thereto.
3. These objects shall be achieved by encouraging the exchange of knowledge and ideas through interaction at international scientific meetings or other means.
4. The Society shall consist of ordinary and honorary members. Any person who is active in any of the subjects in which the Society is interested is eligible for ordinary membership. Persons of distinction in sciences related to the microcirculation shall be eligible for election as an honorary member.
5. The constitution and rules shall only be altered at a General Business Meeting of the Society held during a conference. The approval of three-fifths of the members present is required for an alteration of the *Constitution*, but a simple majority of those present is needed for an alteration of the *Rules*. No amendment shall be made to the constitution which would have the effect of making the Society non-charitable in law.
6. If upon the winding up or dissolution of the Society there remain, after the satisfaction of all its debts and liabilities, any funds whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be transferred to some other institution(s) which has objects similar to the objects of the Society, and which likewise shall prohibit the distribution of its income and property amongst its members.

RULES

I Membership

1. Ordinary Members.

Any person eligible for Ordinary Membership may apply to the General Secretary or to the Treasurer. The recommendations of two members are necessary. National Societies of microcirculation may provide block recommendations for all their members, if a dual ESM/National Society membership scheme is in operation in the respective National Society. The Executive Committee shall have power to waive the membership subscription for an Ordinary Member who has retired from his official appointment(s) and who has been a member of the Society for not less than six years. Ordinary Members may attend and participate in the General Business Meetings of the Society and shall be entitled to vote.

2. Honorary Members.

Honorary Members shall be elected at the General Business Meeting of the Society held during a conference. The names of candidates for Honorary Membership may be proposed by any member to the General Secretary. If approved by the Executive Committee, they shall be submitted to the Ordinary Members. There shall be no mem-

bership subscription for Honorary Members. Honorary Members may attend and participate in the General Business Meetings of the Society and shall be entitled to vote.

3. Subscriptions.

These shall be sent to the Treasurer. The subscription rate shall be determined by the General Business Meeting and shall be valid for two years or until the next conference, whichever is sooner. A lapse in subscription of more than two years shall result in loss of membership.

4. Any member or National Societies with dual membership schemes may resign from the Society by writing to the General Secretary or to the Treasurer expressing their wish to do so: such resignation shall become effective at the end of the period for which the member has paid a subscription.

II Organization

A. Executive Committee

The general business of the Society shall be conducted by members of the *Executive Committee*, who are:

- The President and the two Vice-Presidents
- The General Secretary
- The Treasurer
- The Editor(s)
- The Chairperson of the Strategy Committee
- The Communication Officer
- The Delegated Members of national microcirculatory societies
- The Elected Members
- One or two delegates from societies in closely related scientific areas by invitation

All officers shall act in an honorary capacity.

The Executive Committee shall meet during the period of each conference and at such other times as may be necessary. Five members shall constitute a quorum of which two shall be either the President, the General Secretary or the Treasurer. Sub-committees may be formed as required, but the President, General Secretary and Treasurer shall be members of these sub-committees *ex officio*.

1. President and Vice-Presidents

The President of the next conference shall be the President of the Society and Chairperson of the Executive Committee *ex officio*. At the end of the conference at which he/she presides he/she shall become a *Vice-President* until the end of the next conference and during that time remain a member of the Executive Committee *ex officio*. He/She shall then cease to be a member of the Committee but shall be eligible for election to the Committee in some other capacity. The *President-Designate* shall be nominated by the Executive Committee. If his/her appointment is approved by the members, he/she shall then be a Vice-President and a member of the Executive Committee *ex officio*.

2. General Secretary

The General Secretary shall be nominated by the Executive Committee. If his/her appointment is approved by the members, he/she shall serve for a period of six years and shall be eligible for re-election.

3. Treasurer

The Treasurer shall be nominated by the Executive Committee. If his/her appointment is approved by the members, he/she shall serve for a period of six years and shall then be eligible for re-election. He/She shall transact all the financial business of the Society, with power to receive subscriptions and donations into, and to authorize payments from the funds of the Society. He/She shall inform the General Secretary periodically of the names of those members whose subscriptions have been paid. The funds of the Society shall be lodged in the United Kingdom in the name of the Society. The accounts of the Society shall be examined by an Auditor appointed by the Treasurer with the approval of the Executive Committee.

4. The Editor(s)

shall be appointed by the Executive Committee in consultation with the publisher and shall be responsible for the publication of the Proceedings, Abstracts or any other published material.

5. The Strategy Committee Chairperson

The Strategy Committee Chairperson shall be elected by members of the Strategy Committee and shall organize the activities of the Strategy Committee and report to the Executive Committee. Only the elected members of the Strategy Committee are eligible for chairpersonship.

6. The Communication Officer

The Communication Officer shall be elected by the ESM members to initialize, coordinate and run efforts to increase the benefits of the ESM for its members. To this end he/she will, e.g., communicate with ESM members via website and mails, run the ESM website, run membership acquisition initiatives, invite members' opinions and suggestions for additional services and membership benefits the society might provide, and try to recruit new members. The term of office for the Communication Officer is 6 years.

7. Delegated Members

The Committee of any national microcirculation society which has *at least ten joint members with the Society* may appoint one of their members as their Delegate on the Executive Committee. A group of not less than ten members of the Society in a country where no officially constituted microcirculation society exists may appoint one of the group as a Delegate on the Executive Committee. The tenure of office of a Delegated Member will depend on the electing members, but shall not exceed six years unless the Delegate is reappointed.

8. Elected Members

A total of *not more than four ordinary members* may be elected to the Executive Committee by members of the Society. Such Elected Members shall serve for a period of six years and may be re-elected.

B. Strategy Committee

The *Strategy Committee* will stimulate and support a continuous discussion in the ESM about its future development including pending problems and deficiencies, scientific topics to look to, possible organizational changes and cooperation with other societies.

Members of the Strategy Committee are

ESM Officers, *ex officio*:

General Secretary, President, Treasurer, Communication Officer

President-Elect

Past-President

JVR Editor

Every 4 years, 3 members are elected by the ESM membership, serving for a period of 5 years.

The Strategy Committee will do business by electronic means, by meeting during the ESM conference or at an Executive Programme Committee meeting.

III Conferences

1. The conferences shall be held in different countries by invitation and shall not be more frequent than biennial.
2. The organization of each conference shall be the responsibility of the National Society or group in whose country the conference is to be held: the National Society or group shall set up a local Organizing Committee with a Conference Secretary. The President of the European Society shall be the Chairperson of the local Organizing Committee.
3. The local Organizing Committee shall determine the aims and details of the organization of the conference in consultation and conjunction with the Executive Programme Committee.
4. The scientific programme shall be the responsibility of the Executive Programme Committee which shall consist of the President who shall be the Chairperson, not more than three voting members nominated by the President, the General Secretary, the Treasurer and the Editor(s).
5. The Organizing Committee shall be responsible for the payment of any profit from the conference to the Society.
6. Part or all of a conference may be held jointly with another Society at the discretion of the Executive Committee.

IV General Business Meeting

1. A General Business Meeting of the Society shall be held during each conference, under the Chairpersonship of the President of the Society. The business shall be to deal with the reports and accounts of the Society, to confirm or otherwise deal with any acts of the Executive Committee and to elect officers of the Society, members of the Executive Committee and Honorary Members.

2. To constitute a quorum at any General Business Meeting, there shall be present in person *not less than fifteen members*. Only those members whose names are on the General Secretary's list as having paid their subscription shall count towards a quorum and shall vote.
3. At any meeting, a resolution put to the vote shall be decided on a show of hands and evaluated by the Chairperson. If a poll is demanded, it shall be taken by a closed ballot or in such a manner as the Chairperson shall direct after consultation with the Executive Committee.

V Methods of Payment

- a. Members of National Microcirculation Societies who opt for joint ESM and National membership pay their dues to the Treasurer of the National Society. The National Society pays the dues of all their members with dual membership in a single payment to the Treasurer of the ESM due October 1st of each year.
- b. Members not in category (a) should pay directly to the ESM Treasurer.

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