



BYLAWS

CHAPTER 1: Name, seat and duration

Art.1

An Association that shall exist under the name of International Society of Cryosurgery, hereinafter called the I.S.C., is hereby established. The I.S.C. will have the seat in the city where the President resides.

The I.S.C. is formed for an undefined period.

It may be dissolved at any moment in accordance with the provisions of the present statutes.

The Society's fiscal year will begin on the first day of January and end on the last day of December.



Art. 2

The purpose of the I.S.C. is to promote continuing medical education in the field of cryosurgery. It is constituted with the aim of gathering together and facilitating, through scientific and cultural enterprise of any kind, contacts between those who are interested, whether from an experimental or clinical point of view, in the method of cryosurgery and cryobiology, including cryopreservation and other disciplines related to the use of low temperatures in medicine.

The I.S.C. organises an international congress every 2 years. The location of this congress must change each time. The congress will be held in different continents except America (North and South America are considered as two different "continents"). The I.S.C. may sponsor and co-sponsor other cryosurgical or cryobiological congresses.

The I.S.C. shall be non-profit making. The members of the I.S.C. cannot obtain any share in the profits from the assets of the I.S.C.



CHAPTER II: Membership, rights and duties of the members

Art.3

The membership shall consist of physicians, nurses, chiropractors, dentists, Veterinary surgeons, other healthcare professionals and scientists who have an interest in cryosurgery, cryobiology and related subjects

The number of members shall be unlimited.

Members of the I.S.C. are classed as Ordinary members, Corresponding members, honorary members and Institutional members.

- Ordinary members: Any specialist in cryosurgery and/or cryobiology can become an Ordinary Member upon approval of the Board of Directors.
- Corresponding members: The following are entitled to become Corresponding members:
 - A) Persons whose activity and expert knowledge serve the purpose of the I.S.C.
 - B) Persons whose financial situation and country's economical situation does not allow them to pay the annual subscription. This situation is re-evaluated.
 - C) A Corresponding Member cannot be President, Vice-President, Secretary or Treasurer of the I.S.C.
- Honorary Members: Honorary membership can be granted to persons who have performed particularly meritorious services to cryosurgery or cryobiology. Honorary members will be chosen by majority vote of the board of directors.
- Anyone wishing to be admitted as an Ordinary or Corresponding member must apply in writing to the President of the I.S.C. and the Board of Directors will have sole discretion on the admission of new members.
- Institutional members: Every individual, corporation or society which financially supports the I.S.C. An institutional member has no right to vote at the I.S.C. regular meetings.
- **Additional clause**
- Honorary Presidents: The title of "Honorary President" given in the past to senior members of the Society has been accepted as a historical privilege



Art.4

The membership shall expire by death, cancellation, resignation, exclusion or non-payment of the annual subscription.

The resignation has to be declared in writing to the President and can be operated at any time. In case a member does not pay his subscription, after expiry of a period of 6 months, he is deemed to have resigned from the I.S.C.

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Art.5

The annual subscription to the I.S.C. fixed by the General Meeting shall be paid at the beginning of each calendar year in a single sum. Reduction of the amount of subscription or a waiver of the subscription may be granted by the Board of Directors where justified.

Only Ordinary members, who have paid the annual subscription to the I.S.C., are entitled to participate in the General Meeting and to vote.

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CHAPTER 111: General Meeting

Art.6

A General meeting shall be held at the least during each International meeting of the I.S.C.

The General Meeting of the members constitutes the supreme authority of the I.S.C. it is empowered to amend the statutes, to appoint and to dismiss members of the Board of Directors, to approve the annual accounts and the budget, to dissolve the I.S.C., to exclude members and in general, to take any decisions and measures exceeding the authority of the Board of Directors as fixed by the statutes.

The President shall chair the General Meeting. In case of his absence or impediment, the most senior Vice-President shall do so.

The General Meeting can deliberate and validly act only if at least 10 Ordinary members are present or represented. At the General Meeting, Ordinary members may be represented by another Ordinary member of the I.S.C. on the condition that they have made this member their proxy. No member can represent more than 3 other members by proxy. Each member shall have one vote.

The resolutions of the General Meeting shall be taken with a simple majority of the votes of those members present or represented.

Minutes shall be kept of any meeting of the General meeting and shall be signed by the President and the Secretary.

The signed resolutions of the General Meeting shall be notified in writing to all members.

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Art.7

The Board shall determine the time and place of the General Meeting.

The convening notice is to be sent to each member by ordinary mail at least 2 months prior to the date of the meeting. The convening notice contains the agenda. Members may request adding items to the agenda by letter sent one month prior to the date of the meeting. Without the approval of the Board, the meeting may not discuss matters other than the items listed on the agenda.

Additional clause

Every biennial World congress of the ISC will have C.M.E. (Continuing Medical Education) accreditation.

A "Certificate of Attendance" will be given to all meeting participants.

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CHAPTER IV – Board of Directors

Art.8

The I.S.C. shall be administered by the Board of Directors, comprising for the present 16 to 20 members. Eight members of the Board will constitute a quorum.

Membership of the Board of Directors shall be dissolved if a member or members fail to attend three consecutive meetings.

The President and other members of the Board shall be elected separately by the General Meeting for a period of 2 years.

The President cannot be re-elected more than two times consecutively. Other Board members are re-electable.

The vote of the President is pre-eminent.

The President oversees the execution of resolutions by the directors and ensures the functioning of the I.S.C.

The Vice Presidents substitute the President, in all his attributes, in case of the absence or impediment of the said person.

The President is able to nominate delegates whose responsibility will be to promote the activities of the I.S.C. These members will be called advisors.

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Art.9

The Board of Directors shall advise in the management of the I.S.C. In that respect it shall be invested with the broadest powers to perform any actions and activities which are not restricted by the present statutes to the General Meeting.

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Art.10

The Board shall be convened by the President and it shall meet as often as the interests of the Society require.

Each member of the Board shall be represented in the absence by another member of the Board; however one member of the board may at one time represent no more than one other member of the Board.

The Board can deliberate and act validly only if more than eight members of the Board are present or represented. The resolutions shall be passed with a majority of the votes cast. If the votes are equal, the President shall have the casting vote.

The discussions shall be minuted and entered into a register which shall be signed by the President and one member of the Board.

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CHAPTER V – General Provisions

Art 11

The amount of the annual subscription to the I.S.C. to be paid by the Ordinary members shall be determined by the Ordinary General Meeting, and shall remain unchanged for at least two consecutive years.

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Art 12