

STATUTES

European Society of Neurosonology and Cerebral Hemodynamics (ESNCH)

Article 1

♦ Name and Registered Office

The name of the society is "The European Society of Neurosonology and Cerebral Hemodynamics" (ESNCH), hereafter referred to as "The Society". The Society is a non-profit organization, which does not discriminate on the basis of gender, religion, colour or sexual orientation. The registered office of the Society is in Basel, Basel City/ Switzerland.

Article 2

♦ Objectives

Advancement, promotion of knowledge and research regarding neurosonology and cerebral hemodynamics. The promotion of collaboration between National European Societies and with other international societies in the field of neurosonology and cerebral hemodynamics. The Society will also act as an advisory body for health policies and teaching standards in the field of neurosonology and cerebral hemodynamics in Europe.

Article 3

♦ Membership

- 3.1 The Society shall be composed of founding, active, fellow, corresponding and honorary members. Initial founding members were present and supported the foundation of the society in Münster in 1994 where the Founding President was Professor David Russell. The Society has been dissolved at the General Assembly at the ESNCH Annual Conference in Lisbon in 2022 and moved to Basel, Switzerland in October 2022, with Branko Malojcic and Matthias Sturzenegger as founding members.
- 3.2 Active membership.
Active members of the Society shall be members of the medical community, including physicians, scientists and technicians who have demonstrated serious interest in the field of neurosonology and cerebral hemodynamics, and who have indicated their desire to be a member of the Society by payment of their annual membership fees.
- 3.3 Fellow members
Fellow members shall be active members specially recognized for their scientific contributions to the field and who have been elected by the members of the Executive Committee as "Fellows" upon recommendation of the ESNCH working group leaders.

3.5 Honorary members

Honorary members shall be scientists who are internationally recognized for the outstanding contribution they have made in the field of neurosonology and cerebral hemodynamics. They will be elected by the members of the Executive Committee as "Honorary" members upon recommendation of the Executive Committee. Honorary members do not have to pay annual membership fees anymore.

3.6 Annual membership fee.

Members shall pay an annual membership fee in the amounts and within the periods set by the Executive Committee.

3.7 Rights and Privileges.

Active members may participate and vote in the General Assembly of the Society. All active members are eligible for election to the Executive Committee, working groups and Council of Nations in the Society.

3.8 Cessation of active membership.

Active membership shall cease upon:

- a) Death.
- b) Written notice by the member, in which case as of the following calendar year (1st January).
- c) Expulsion in accordance with a decision of the Executive Committee.
- d) Failure to pay the annual membership fee 12 months after reminding by the Treasurer.

Article 4

♦ Executive Committee

4.1 Members of the Executive Committee.

The Executive Committee shall consist of the President, the Treasurer, the Secretary General, the Educational Coordinator, the Advisory Board, the Working Group Coordinator, the two Coordinators of the Council of Nations, up to 5 other members and three members at large. The two members at large are the past and present organizers of the Society's annual conference; the third member at large is the Web Master. Their tenure as Member at Large will automatically be terminated after 2 years, except for the Web Master, whose tenure lasts for 4 years. The attribution of tasks to each member of the Executive Committee shall be decided within the Executive Committee.

4.2 Duration of duties.

The duration of duties shall be for 4 years for all full members, including the President and two years for members at large. Members may be re-elected but not for more than two consecutive periods.

4.3 Elections and eligibility.

The General Assembly of active members shall elect the members of the Executive Committee. The respective functions within the Executive Committee shall be decided by the Executive Committee itself, including nominating the President. No more than 2 citizens of the same country may be elected to the Executive Committee at any one time.

4.4 Election Committee.

Election Committee is composed of three members in total from three different countries. The Election Committee and the Committee's chairman is nominated by the President.

4.5 Duties and activities of the Executive Committee.

The Executive Committee shall direct and conduct the general activities of the Society. The Executive Committee is authorized to carry out tasks not allocated to the General Assembly. In legal actions, the Society shall be represented by the President, the Treasurer and the Secretary General. The Executive Committee shall make decisions by majority vote.

4.6 Meetings.

The Executive Committee shall meet at regular intervals, at least once a year.

4.7 Administrative Secretariat.

The society shall have a secretariat, which will be supervised by the Secretary General.

4.8 The Society has its legal headquarters in Basel, Basel City / Switzerland.

Article 5

♦ Positions of the Executive Committee

5.1 Advisory Board

The Advisory Board will consist of former Presidents of the Society. The Board will provide advice to the Executive Committee and members will attend Executive Committee meetings. Advisory Board members do not have the right to vote at Executive Committee meetings.

5.2 Working Groups Coordinator

The Working Groups Coordinator is coordinating the working groups of the Society for a mandate of 4 years, is proposed by the President and elected by the majority of votes of the Executive Committee. The Working Groups Coordinator has no right to vote.

5.3 Council of Nations Coordinators

The Council of Nations Coordinators are coordinating the Council of Nations for a mandate of 4 years, are proposed by the President and elected by the majority of votes of the Executive Committee. The Council of Nations Coordinators have no right to vote.

5.4 Web Master

The Web Master is responsible for the content and the function of the Society's website for a mandate of 4 years, is proposed by the President and elected by the majority of votes of the Executive Committee. The Web Master has no right to vote.

If an elected Executive Committee member has any of these functions mentioned in 5.2, 5.3 and 5.4, he/she has the right to vote.

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Article 6

♦ Associated National Neurosonology and Cerebral Hemodynamics Societies

A National Society may become an Associated National Society of the ESNCH if it promotes the goals of the ESNCH and consists of at least 10 fully-paid ESNCH members. The decision of whether or not a National Society can be accepted as an Associated National Society of the ESNCH will be made by the Executive committee of the ESNCH. The Executive Committee of the ESNCH can terminate Associated National Society status if the Associated National society does not abide by the goals of the ESNCH as stated in the ESNCH Statutes.

Article 7

♦ General Assembly

The General Assembly is formed by all members of the Society and is held during the annual conference. The active members may vote on request of the Executive Committee and on any other occasion which is arranged by the Executive Committee. The officers of the Executive Committee have to report about their activities during the General Assembly.

Article 8

♦ Amendments to the Statutes

Amendments to the Statutes may be proposed by the Executive Committee or proposed in writing to the Secretary General by 30 or more active members and must be acted upon within the year following the receipt of this proposal. An amendment shall require for its adoption an affirmative vote by the majority of participating active members at the General Assembly.

Article 9

♦ Annual conference

An ESNCH annual conference shall be held each year in a form of an international meeting or international teaching course.

Article 10

♦ Finances

Finances will be obtained through membership fees, from scientific conferences, grants from governmental/non-governmental agencies, industry, private donations and bequests, and any other source approved by the Executive Committee.

- 10.1 The financial year of the association shall be the calendar year. At least one General Assembly shall be held within the subsequent calendar year following the termination of a financial year, except in the event of prolongation of this period by the General Assembly. At this General Assembly, the Treasurer submits its annual report on the proceedings of the Society and the management of its affairs. The Treasurer submits the balance sheet and the statement of assets and liabilities with explanatory comments to the General Assembly for approval.
- 10.2 The Executive Committee may elect auditors either for the annual report or for the investigation of specific topics.
- 10.3 For the use of any requested investigation by auditors, the Executive Committee shall give the auditors all and any information required, if necessary show the auditors the cash and values and permit them to inspect the books of accounts and documents of the association.

- 10.4 The auditors investigate the documents referred to in the point 1 and 3.
- 10.5. If in the opinion of the auditors this investigation requires special knowledge in the field of bookkeeping, the auditors may be permitted to be assisted by an expert at the expense of the association. The treasurer reports to the General Assembly.
- 10.6 Invoices exceeding the amount of 2000 CHF need to be approved by 2 out of 3 Executive Committee officers, namely out of the President, Secretary General or Treasurer.
- 10.7 Finance liability of the Executive Committee:
The financial responsibility of the Executive Committee officers ends with the terms of duties and will be automatically transferred to the newly elected members.

Article 11

♦ Dissolution of the Society

- 11.1 Decision of dissolution.
The dissolution of the Society shall only be decided upon by an affirmative vote of the majority of the active participating members of the Society at a General Assembly.
- 11.2 Disposition of assets.
The General Assembly deciding on the dissolution of the Society shall be competent to decide how the assets of the Society shall be disposed of.

14 October 2022

Matthias Meyer

Brach Adelstein

Joel Suter F.R.