

STATUTE  
OF THE EUROPEAN SOCIETY FOR BIOMATERIALS

Art. 1.

Name

The society shall be known as the "European Society for Biomaterials".

Art. 2.

Registered Office

The Society has its registered office in Bologna (Italy) c/o Officine degli Istituti Ortopedici Rizzoli, the present address of which is:  
No. 13, Via SS Annunziata.

Art. 3.

Duration

The Society is established for an unlimited period of time.

Art. 4.

Objects

The Society is non profit making and its objects are: to encourage, foster, promote and develop research, progress and information concerning the science of biomaterials, as well as to promote, initiate, sustain and bring to a satisfactory conclusion research with others and programmes of development and information in this particular field in the public interest.

To collaborate with other associations and bodies whose efforts are directed at the same objectives and whose interests are allied with or are similar to those of the Society itself;

To promote the propagation of scientific information through publications and meetings;

To co-operate with other scientific organisations, private industries and bodies, both national and international, in order to establish specifications and standards for biomaterials in general;

To encourage progress in the field of biomaterials in all its aspects,

including research, teaching and clinical applications, as well as to foster any other activity pertinent thereto.

Art. 5.

Zone in which the Society is to operate

The interests of the Society will be mainly developed in Europe but it can be active in countries outside Europe and, if the Council so decides, open secondary offices in other States.

Art. 6.

Ordinary members

Ordinary members are the organisers hereof and any other person, irrespective of his or her nationality, who has an interest in the field of biomaterials and is accepted to membership by the Council.

Honorary members

Honorary membership can be given to any person who has given the Society particularly meritorious services or who has made a significant contribution to research in the field of biomaterials. Honorary members are elected in accordance with the resolutions of members passed during the General meetings.

Corporate membership

Any institution or organisation whose activities, in the opinion of the Council, are in conformity with the objects of the Society can be accepted for membership.

Art. 7.

Termination of membership

Unworthiness: With a two thirds vote by those present at each officially convened meeting, the Council can suspend or expel a member provided at least two thirds of the Council members have requested such action to be taken and have outlined their reasons for the expulsion.

Default: Membership is revoked by the Council when a member fails to pay his or her dues for two consecutive years.

Resignation: Any member can present his or her resignation by registered letter sent at least sixty days before the date on which the resignation is to become effective.

The resigning member must pay any outstanding dues.

Reinstatement: At the request in writing of another member and with a vote in favour on the part of the majority of those present at any officially convened meeting, the Council can reinstate a former member under the conditions it deems appropriate.

#### Art. 8.

##### General Meetings

The statutes and bylaws of the Society can be changed only by members present and voting at a properly constituted assembly of the Society.

A general meeting of members is to be held once every two years, commencing in 1976, on such day and such times as the Council decides. The election of the members of the Council will take place during the general meetings of members, together with the election of possible substitutes.

Extraordinary meetings of members can be called by the Council whenever it is felt necessary. An extraordinary General Meeting may be called at the written request of at least 30% of the members registered at the time of the preceding General Meeting or by the Council.

All meetings are held at the place designated by the Council; should nothing be stated to this effect, then the registered office of the Society can be taken as being the place where the meetings will be held.

Each member will be sent by post, not less than thirty and not more than fifty days beforehand, notification with a summary of the items on the agenda, of the first and second meetings convened, together with details of their time, date and place. The said notification will be sent to the address each member has given the Society.

Meetings will be presided over by the Chairman of the Council or by some other person designated by the Council, with a secretary appointed by the Chairman assisting.

At meetings each member, whether ordinary, honorary or corporate, is entitled to one vote.

Any member with the right to vote can represent not more than three members at meetings provided a proxy be given in writing.

In order that a meeting be valid it is necessary for half of the members to be present at the first meeting convened; any second meeting convened is valid when at least 25 members are present, people represented by proxy excepted. Resolutions passed at meetings are binding upon all members. In the event of equal numbers of votes the voting will be repeated. If the second vote again results in a tie the Chairman shall have a casting vote. Minutes of the resolutions passed at meetings must be drawn up and be signed by the Chairman and the Secretary, and communicated to the members. The official language of the Assembly will be English, except for the cases in which the laws of the country where the meeting is to be held provide for the use of a different language.

#### Art. 9.

##### Council

Seven members are elected to the Council, during the course of the General Meeting and will continue in office for four years.

Members of the Council shall appoint amongst themselves a Chairman, one or more Vice Chairmen, a Secretary and a Treasurer.

Should the Council feel it necessary to do so, one or more assistant secretaries and one or more assistant treasurers can also be appointed to perform tasks assigned to them from time to time by the Council.

The Council has authority to pass resolutions and to perform any act with which to accomplish the objects of the Society, as well as to deal with any

other matters referred to it by members at General Meetings. A vacancy in any office, due to death, resignation, removal, disqualification or otherwise can be filled by the Council with candidates furnished by the Council for the unexpired portion of the term of office in question.

Art. 10.

Chairman

The Chairman in general supervises all the business and affairs of the Society. He presides over all Council meetings and is legally authorised to sign any document that the Council has approved, even on general lines, and to generally attend to all the tasks entrusted to the Office of Chairman or assigned thereto from time to time by the Council.

Should the Chairman be absent or be prevented from attending to the foregoing, the Vice Chairman will perform the duties of Chairman. The Vice Chairman must carry out all the duties given to him or her from time to time by the Chairman, the Council or as a result of resolutions passed at General Meetings. The signature on documents of the Vice Chairman is indicative that the Chairman is absent or has been prevented from being in attendance.

Art. 11.

Treasurer

The Treasurer has in his or her charge and custody, all the funds of the Society, receives monies, issues receipts for monies received, banks monies in the name of the Society and, in general, attends to all duties pertinent to the Office of Treasurer, as well as to those entrusted to him or her from time to time by the Chairman, the Council or as a result of resolutions passed at General Meetings.

Art. 12.

Secretary

The Secretary keeps the Minutes of Council and General Meetings in one or more books provided for this purpose, has custody of the documents of the Society, keeps a register of the members and, in general, attends to all duties pertinent to the Office of Secretary, as well as those entrusted to him or her from time to time by the Chairman, the Council or as a result of resolutions passed at General Meetings.

Art. 13.

Auditors

The Auditors, three in number and appointed during the course of General Meetings, hold office for four years. Their task is to check the books and balance sheets and to prepare a statement of the Society's finances for presentation annually to the Council and biannually to the General Meeting of the Society.

The Auditors appoint, from their own midst, a Chairman of the Board of Auditors.

Art. 14.

Assets

The assets of the Society are constituted by the membership dues, any excess of income over expenditure, furniture, office equipment and property and any purchases, inheritances or donations which become the property of the Society.

Members shall be required to pay an annual subscription, the amount of which will be established at the Biennial General Meeting.

Honorary members are exempt from payment of dues.

Payment of dues must be effected in accordance with the procedure laid down by the Council.

The financial year shall run from January 1 to December 31.

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