

INTERNATIONAL SOCIETY OF ENDOCRINOLOGY - STATUTES

Approved: 2 December 2018

ARTICLE I – OBJECTIVES

Endocrinology is defined as the discipline of biology and medicine devoted to the study of hormones and their dysfunction. This includes the study of hormonal secretion and their effects on metabolism, growth, proliferation, differentiation, in various organs in animals and humans.

The Society is the global network integrating all areas of endocrinology and metabolism. It facilitates collaboration and integration across endocrine organizations and regions, champions endocrinology networks in developing countries, delivers education around the globe, disseminates knowledge and research, supports early career endocrinologists and works in partnership with members and stakeholders to deliver the vision to optimize life-long health for people with endocrine disorders worldwide.

ARTICLE II – MEMBERSHIP

1. Eligibility

National scientific societies, individuals from unrepresented areas or associated organizations related to the field of endocrinology are eligible to apply for membership subject to approval by the Executive Committee.

2. Admission

Organizations wishing to apply for admission as a Member shall make application to the Executive Committee by completing the Society's official membership application form in English accompanied by a copy of its constitution and a summary of the background, history and objectives of the organization (where applicable).

The Executive Committee may require any additional information necessary to judge the qualifications of the applicant for membership.

3. Termination

Any member may withdraw from the Society through a written resignation to the Secretary-Treasurer by the end of September that calendar year.

4. Subscriptions

Member societies shall pay the annual membership fee based on the number of individual members in their society which they must declare each year to the Secretary-Treasurer. In special circumstances the fee can be negotiated or waived subject to approval by the Executive Committee.

The fees shall be payable in January of each year. In the event of failure to pay the fee in any one year, voting rights will automatically be suspended until the fee is received, unless specifically waived.

ARTICLE III – THE GENERAL COUNCIL

The General Council will consist of one representative (usually the member society President or Chair or his/her designated deputy) of scientific societies of endocrinology who qualify for membership who will also be the point of contact between ISE and that member society.

1. Administrative Meeting

The General Council shall meet at least every two years at scheduled ICE or other Endocrinology meetings. The quorum for General Council meetings will be not less than 25% of those representatives (or substitutes) of The Society.

The General Council, presided over by the ISE Chair shall:

- Receive the annual report of the Chair, Secretary-Treasurer and Executive Office
- Nominate and ratify for At Large/Early Career Executive Committee members
- Nominate members to serve on ICE Program Organizing Committees
- Review and ratify the financial statements of the society and adopt the budget for the next financial year
- Discharge the Senior Leadership Team, Executive Committee and Executive Office of their responsibilities for the previous reporting period.
- Adopt the budget for the coming year
- Approve new or modified statutes
- Approve membership fee changes
- Representatives should insure that any matters they wish to place on the Agenda should be sent to the Executive Office not later than one month prior to the scheduled meeting.
- At the General Council each voting member society and Executive Committee members shall have one vote. The vote will be simple majority. The ISE Chair of the Executive Committee will also act as the Chair of the General Council and shall have a casting vote.
- At the discretion of the Chair or Secretary-Treasurer or at the request of a minimum of one-fourth of the members entitled to a vote on the General Council, an e-mail/ postal vote of the General Council may be carried out to decide issues of substance.

Observers, who have no voting rights, are invited to attend the General Council Meeting (for example, Affiliate, Associate, Organisational or Provisional Members).

ARTICLE IV – THE EXECUTIVE COMMITTEE

The Executive Committee is the governing body of ISE and is accountable to the membership. The Executive Committee sets the vision, mission & strategic priorities. It provides oversight and decision-making related to strategic direction, planning and policies that outline the organization's purpose, values, and structure.

The Executive Committee shall consist of the following members* elected or appointed as hereinafter provided;

- Chair
- Secretary-Treasurer
- 2 members designated by Endocrine Society (USA)
- 2 members designated by the European Society of Endocrinology (ESE)
- 1 member designated by the Latin America Federation of Endocrine Societies (FELAEN)
- 1 member designated by the Japan Endocrine Society (JES)
- 1 member designated by the ASEAN Federation of Endocrine Societies (AFES)
- 1 member designated by the South Asian Federation of Endocrine Societies (SAFES)
- 1 member designated by the Early Careers Working Group
- 3 nominations from “representatives at large”

*The composition of the Executive Committee will be reviewed and updated periodically, consistent with the regional development strategy.

Each member of the Executive Committee shall serve for four years, unless elected for a further senior leadership role. All members have voting rights. Members of the Executive Committee shall be denoted by name and cannot be replaced by any other person during term of office, unless extenuating circumstances pertain.

Member Societies eligible to nominate members to serve on the Executive Committee will be notified at least 3 months (90 days) before the Annual Executive Committee Meeting. Elected officers shall assume their duties and responsibilities at the conclusion of the following General Council meeting.

Members of the Executive Committee shall not be entitled to remuneration but shall be entitled to receive reimbursement of expenses incurred on behalf of the Society and approved by the Secretary-Treasurer according to established travel policies. Within the Executive Committee, a Senior Leadership Team is identified in the operational documents of ISE in order to manage the organization in collaboration with the Executive Director.

The Executive Committee shall meet every year to consider business matters, review progress on strategic aims and approve budgets for the forthcoming year.

At the discretion of the Chair or Secretary-Treasurer or at the request of a minimum of one-fourth of the members entitled to a vote in the Executive Committee, an e-mail/ postal vote of the Executive Committee may be carried out to decide issues of substance.

The Executive Committee use permanent working groups to execute tasks in line with the mission. The terms of reference of such groups and how they operate are defined in operational documents.

The Executive Committee may also use ad hoc working groups when deemed necessary for defined projects. The scope, budget and duration of such groups shall

be approved by the Executive Committee and terms of reference defined in the operational documents.

From time-to-time by resolution the Executive Committee can appoint a representative or representatives on behalf of the Society to sign specific contracts, documents and instruments in writing.

1. Chair Role Description

The primary function of the Chair is to act as ambassador and figurehead for ISE and oversee the development and implementation of strategic aims. The duties include:

- Preside over Executive Committee meetings;
- Preside over meetings of the General Council;
- Present Chair report at annual Executive Committee meeting and annual General Council meetings
- Hold the casting vote in the event of a split decision
- Hold an Ex-officio seat in Working Groups
- Official signatory

1.1 Term of Office

The Chair serves for 2 years.

The Chair-elect is selected from among existing Executive Committee members of at least 2 years standing by simple majority and serves as Chair-Elect for 1 year prior to assuming the role of Chair.

The outgoing Chair serves a further year as Past-Chair, such that a Chair may serve a maximum of 8 years on the Executive Committee.

Eligible members of the Executive Committee will notify the Secretary-Treasurer of their willingness to serve as Chair at least six months before the end of the first year of the current Chair's mandate.

Executive Committee members will duly vote for their preferred candidate; in the event of a tie the then current Chair will have a casting vote. The Chair will then be replaced on the Executive Committee by an additional nominee from his/her society or geographical origin.

The Chair will nominate a deputy from within the Executive Committee to carry out his/her functions in his/her absence when a Chair-elect is not in place. The deputy should be approved by the Executive Committee. In the event of the resignation, death or disability (as determined by the Executive Committee) of the Chair, this deputy shall serve as the Chair until the next meeting of the Executive Committee.

2. Secretary-Treasurer Role Description

The primary function of the Secretary-Treasurer is to oversee the office and finances of the society.

The duties include:

- Participate in oversight and prioritization of strategic aims as a senior member of the Executive Committee

- Act as academic point of contact for members through the Executive Office
- Custodian of the corporate seal of the Society, care of the Executive Office
- As the Treasurer of the Society, receive annual fees from members and manage the Society's accounts;
- Oversee all fiscal responsibilities and management of investment portfolio
- Official signatory for checks or any major banking transactions
- Present financial report for annual Executive Committee meeting and annual General Council meeting;
- Chair the Finance Working Group.

The Secretary-Treasurer will nominate a deputy from within the Executive Committee to carry out his/her functions in his/her absence when a Secretary-Treasurer Elect is not in place. The deputy should be approved by the Executive Committee. In the event of the resignation, death or disability (as determined by the Executive Committee) of the Secretary-Treasurer, this deputy shall serve as the Secretary-Treasurer until the election of a new Secretary-Treasurer.

2.1 Term of Office

The Secretary-Treasurer serves for 4 years, renewable after a formal election for a second 4-year term only (max 8 years).

The Secretary-Treasurer Elect is selected from among existing Executive Committee members of at least 2 years standing by simple majority and serves as Secretary-Treasurer Elect for at least 1 year prior to assuming the role of Secretary Treasurer.

Eligible members of the Executive Committee will notify the Secretary-Treasurer of their willingness to serve as Secretary-Treasurer Elect at least 18 months before the end of the current Secretary Treasurer's mandate.

Executive Committee members will duly vote for their preferred candidate; in the event of a tie the current Chair will have a casting vote. The Secretary Treasurer will then be replaced on the Executive Committee by an additional nominee from his/her society or geographical origin.

ARTICLE V – AMENDMENTS

Statutes of the Society may be enacted, repealed or amended by an affirmative vote of at least two-thirds of the members attending the General Council at any ordinary or extraordinary meeting provided that proposals for the statutes to be enacted, repealed or amended are distributed by the Executive Office to the representatives on the General Council at least one month prior to the meeting at which they are to be considered. Representatives who do not attend the meeting shall be entitled to appoint as proxy another representative to the General Council to vote.

ARTICLE VI – DISSOLUTION

Dissolution shall be proposed, processed, and voted upon in a manner identical to that stipulated for Amendments. In the case of dissolution of the Society, the Executive Committee shall dispose of all net assets of the society exclusively to such

organization(s) which are organized and operated exclusively for charitable or educational purposes.