

# THE CONSTITUTION OF THE EUROPEAN HIP SOCIETY

## § 1 NAME, REGISTERED OFFICE

- a. The Association shall be called *European Hip Society (EHS)*.
- b. The Society is registered as a European association with the local authority responsible for associations, the Federal Police Headquarters of Innsbruck, Austria (Referat für Vereine, Bundespolizeidirektion Innsbruck) and filed under the number 313285504 (ZVR-Zahl).  
The Association's activities shall extend over the whole of Europe.

## § 2 AIMS OF THE ASSOCIATION, NON-PROFIT STATUS

- a. The object of the Association shall be to provide a forum for the discussion of research, advances in clinical practice and the results of predominantly surgical procedures of all types relating to the hip joint.
- b. The Association and its aims shall exclusively and directly uphold public interest according to the provisions of the Austrian tax regulations (non-profit status).
- c. First and foremost, the Association shall pursue scientific goals. It shall not primarily pursue economic purposes of its own and shall abstain from political activity.
- d. No person may be favoured by payments which are contrary to the purpose of the Association.
- e. If the Association dissolves or if the non-profit status is lost, the capital of the Society shall be transferred to a non-profit organisation to promote the objects in accordance with Rule 2b.

## § 3 MEANS TO ACCOMPLISH THE PURPOSE OF THE ASSOCIATION

- a. Non-material means:
  - i Scientific lectures
  - ii Scientific sessions and meetings
  - iii International contacts and communication
  - iv Co-ordination of studies
  - v Dissemination of information on education and advanced training via the Internet
  - vi Allocation of scholarships and fellowships
- b. Financial means raised through:
  - i Subscriptions
  - ii Organisation of a Europe-wide EHS Congress taking place at least every two years
  - iii Organisation of symposia and congresses in co-operation with other scientific societies
  - iv Donations, legacies, or other support
  - v Gain from the Society's property
  - vi Public funds

## § 4 MEMBERSHIP

- a. The total membership of the Association shall not be restricted.
- b. Full Membership should be open to any orthopaedic surgeon or other medical doctor with an interest in hip problems practising in Europe (including states which at least partially share European territory).
- c. The membership of the Association shall be divided into six classes:
  - i. Full Members: any person who fulfils the membership criteria and who has been elected in accordance with Rule 4d hereof or any person who in the judgement of the Executive Committee merits admission as a Member; Full Members shall pay an annual subscription fee. They shall have full voting rights at the General Assembly, and shall receive a free subscription of the Society's print journal.
  - ii. International Members: any person coming from outside Europe who fulfils all other membership criteria and who has been elected in accordance with Rule 4d hereof, or any person who in the judgement of the Executive Committee merits admission as a Member; International Members shall pay an annual subscription fee. They shall receive a free subscription of the Society's print journal, but they shall have no voting rights.
  - iii. Young Members: orthopaedic surgeons in formation under the age of 35 years can be elected as Young Members. They shall have the possibility to present a paper during the meetings of the Society. Their membership shall be free of charge. They shall receive access to the electronic issue of the Society's journal and shall have no voting rights.
  - iv. Emeritus Members: any member who has retired from medical practice and who has given notice to the Executive Committee of his wish to remain a member of the Association; Emeritus Members shall be released from their obligation to subscription payment. They shall have free access to the electronic issue of the Society's journal, but they shall not have the right to vote.
  - v. Honorary Members: any person who in the opinion of the Executive Committee has made a special contribution to hip surgery and who has accepted the invitation of the Committee to become a member of the Association. Honorary Members may also come from outside Europe. They shall have free access to the electronic issue of the Society's journal, but shall not be entitled to vote.
  - vi. Companion Members: non-orthopaedic surgeons could be elected as Companion Members, according to the Executive Committee's advice and after presentation of a communication at a meeting, supported by two Full Members of the Society. Companion Members shall pay an annual subscription fee. They shall have no voting rights, but they shall receive a free subscription of the Society's print journal.
- d. Any person who wishes to become a Member must be proposed by one Full Member and seconded by another, and must submit a curriculum vitae together with an application in writing signed by himself and the proposer and seconder to the Secretary General. Election to Membership shall be upon recommendation by the Executive Committee (following the scrutiny of the two sponsorships and a curriculum vitae) or acceptance of an application for membership and approval of the application by a majority of Full Members attending at a General Assembly.

## **§ 5 RIGHTS AND DUTIES OF THE MEMBERS**

- a. All members are entitled to participate in the Society's events and shall have access to all membership benefits.
- b. Full Members only have a vote at General Assemblies, have active and passive voting rights, and are entitled to vote on any application for membership in accordance with Rule 4d hereof. International Members, Young Members, Emeritus Members, Honorary Members, as well as Companion Members are not entitled to vote on any business at General Assemblies.
- c. All members shall be obliged to support the Society's aims to the best of their ability, and to refrain from any activity that would be detrimental to the reputation and the purpose of the Society. The members shall adhere to the rules of the Society and observe the decisions made by the Executive Committee.

## **§ 6 SUBSCRIPTION**

- a. The annual subscription shall be determined from time to time by the Executive Committee, and the Executive Committee shall in so determining make special provision for reduced subscription rates for members in instances of need or national problems.
- b. The annual subscription is due from the 1<sup>st</sup> January of the year following a Member's admission; from then on the new member shall also receive the Society's print journal and/or have access to the electronic issue of the journal.
- c. Thereafter each Member's subscriptions should be paid annually, by 1<sup>st</sup> May at the latest.

## **§ 7 TERMINATION OF MEMBERSHIP**

- a. Resignation:
  - i A member shall cease to be a member if he gives written notice to the Secretary General of his resignation.
  - ii A member whose subscription is more than one year in arrears shall be deemed to have resigned.
- b. Expulsion:

The Executive Committee shall have power to expel a member when, in their opinion, it would not be in the interests of the Association for him to remain a member. A member shall not be expelled unless he is given 14 days written notice to attend a meeting of the Executive Committee and written details of the complaint made against him. The member shall be given an opportunity to appear before the Executive Committee to answer complaints made against him, and shall not be expelled unless at least two thirds of the Executive Committee then present vote in favour of his expulsion.

## **§ 8 EXECUTIVE COMMITTEE**

The European Hip Society (EHS) shall have two standing committees: the Executive Committee and the National Representatives Committee.

- a. The Executive Committee shall consist of the following Honorary Officers, who shall all be Full Members of the Society: President, Past President, Vice-President (President Elect), Secretary General, Treasurer and Editor.
- b. The Officers shall be proposed, seconded and elected by ballot at an Annual General Assembly. Committee Members shall remain in office until the expiry of their term, and shall retire at the Annual General Assembly following the expiry of his term of office. Any casual vacancy occurring by resignation or otherwise may be filled by the Committee. Retiring members of the Executive Committee shall be eligible for re-election. The term of office for each of the Officers shall be as follows:
  - i Two years for the President, Past President and Vice-President (President Elect);
  - ii Four years for the Secretary General, Treasurer and Editor.
- c. Executive Committee meetings shall be held not less than once a year and the quorum of that meeting shall be one half of the total membership of the Committee. The President and the Secretary General shall have discretion to call further meetings of the Executive Committee if they consider it to be in the interests of the Association. The Secretary General shall give all the members of the Executive Committee not less than seven days written notice of a meeting. Decisions of the Executive Committee shall be made by a simple majority and in the event of equality of votes the President (or the acting chairman of that meeting) shall have a casting or additional vote. The Secretary General, or in his absence a member of the Executive Committee, shall take minutes.
- d. In addition to the members so elected, the Executive Committee may co-opt up to six further members of the Association who shall serve until the next Annual General Assembly. Co-opted members shall be entitled to vote at the meetings of the Executive Committee.
- e. The Executive Committee may from time to time appoint such sub-committees as they may consider necessary and may delegate to them such of the powers and duties of the Committee as the Committee may determine. All sub-committees shall periodically report their proceedings to the Executive Committee and shall conduct their business in accordance with the directions of the Executive Committee.
- f. The Executive Committee shall be responsible for the management of the Association and shall have the sole right of appointing and determining the terms and conditions of service of employees of the Association. The Executive Committee shall have power to enter into contracts for the purposes of the Association on behalf of all the members of the Association.
- g. The members of the Executive Committee shall be entitled to an indemnity out of the assets of the Association for all expenses and other liabilities properly incurred by them in the management of the affairs of the Association.

## **§ 9 NATIONAL REPRESENTATIVES COMMITTEE**

Beside the Executive Committee, the National Representatives Committee shall be chaired by the President of the Society. The National Representatives shall be proposed by a country's National Hip Society or National Orthopaedic Society. Provided a country has more than ten Full Members in the European Hip Society, they may decide to elect their National Representative from among their specific group. The time of their mandate is four years with the possibility of re-election. This Committee is consulted by the Executive Committee on any activity of the Society with no power of decision.

## **§ 10 PARTICULAR DUTIES OF THE INDIVIDUAL OFFICERS**

The duties of the individual officers shall (inter alia) include the following:

- a. The President shall organise the Association's Congress to take place during his term of office, as well as the EHS symposia held at EFORT congresses.
- b. The Vice-President (President Elect) shall commence preparations for the subsequent meetings (EHS Congress, symposia), i.e. following those organised by the President.
- c. The President shall act as the official representative of the Association and shall be responsible for dealing with its normal affairs; the Secretary General shall assist the President in the organisation of meetings.
- d. The Treasurer shall be responsible for the finances of the Association and shall collect membership subscription fees.
- e. The Secretary General shall be responsible for all records and documentation of the Association and supervise collection of the papers submitted at meetings and arrange for their distribution to all Members. The Executive Committee may delegate this task to a Scientific Committee. The Secretary General shall also be responsible for preparation of summaries of the proceedings of the Association for publication.

## **§ 11 ANNUAL GENERAL ASSEMBLY**

- a. The Annual General Assembly of the Association shall be held each year no later than 31<sup>st</sup> December to transact the following business:
  - i To receive the President's official address and the Secretary General's report of the activities of the Association during the previous year;
  - ii To receive and consider the accounts of the Association for the previous year and the Auditors' Report on the Accounts and the Treasurer's Report as to the financial position of the Association;
  - iii To remove and elect two Auditors or confirm that they remain in office;
  - iv To elect the Officers and other members of the Executive Committee who are due for election;
  - v To decide on any resolution which may be duly submitted in accordance with Rule 11b.
- b. Nominations for the election of members to any office shall be made in writing by the proposer and seconder to the Secretary General not less than 28 days before the Annual General Assembly. Notice of any resolution proposed to be moved at the Annual General Assembly shall be given in writing to the Secretary General not less than 28 days before the meeting.

- c. The date, time, place and venue of the Annual General Assembly shall be determined by the Executive Committee; in each year which an EHS Congress takes place the Annual General Meeting shall be held at the same place.

## **§ 12 SPECIAL GENERAL ASSEMBLY**

A Special General Assembly may be called at any time by the Executive Committee and following a requisition in writing signed by not less than one tenth of the members to the Secretary General. The Secretary General shall then organise a General Assembly to be held within a reasonable period of time and shall dispatch a notice to convene the same not less than 28 days prior to the meeting, stating the purposes for which a meeting is required and the resolution proposed.

## **§ 13 PROCEDURE AT THE ANNUAL AND SPECIAL GENERAL ASSEMBLY**

- a. The Secretary General shall, together with the meeting agenda, send a written invitation to attend an Annual or Special General Assembly to each member, either by fax or by e-mail (to the fax number or e-mail address notified to the Society), at least 28 days before the meeting.
- b. The quorum for General Assemblies shall consist of those attending the meeting, independent of the number of members present.
- c. The President or in his absence the Vice-President (President Elect) or in his absence a Full Member selected by the Executive Committee shall take the chair. Each Full Member present shall have one vote, and resolutions shall be passed by a simple majority of those present and entitled to vote. In the event of an equality of votes the Chairman of the Meeting shall have a casting or additional vote.
- d. The Secretary General or in his absence a member of the Executive Committee shall take minutes at Annual and Special General Assemblies.

## **§ 14 ALTERATION OF THE RULES**

The Rules may be altered by a resolution at an Annual or Special General Assembly provided that the resolution is carried by a majority of at least two thirds of Full Members present at the General Assembly or by a two thirds majority of all Full Members in a postal ballot.

## **§ 15 BYELAWS**

The Executive Committee shall have power to make, repeal and amend such byelaws as they may from time to time consider necessary for the well-being of the Association, which byelaws, repeals and amendments shall have effect until set aside by the Executive Committee or at a General Assembly.

## **§ 16 FINANCE**

- a. All monies payable to the Association shall be deposited in a bank account in the name of the Association. Withdrawal from that account shall only be permissible when backed by a resolution of the Executive Committee or a General Assembly. The Treasurer shall have sole signatory authority unless the amount of money drawn from the account does not exceed 10,000 euros, in which case a counter-signature by any one of the President, Vice-President (President Elect) or Secretary General shall be required. Any monies not required for immediate use may be invested as the Executive Committee in their discretion think fit.
- b. The income and property of the Association shall be applied only in furtherance of the objects of the Association, and no part thereof shall be paid by way of bonus, dividend or profit to any members of the Association.
- c. The Executive Committee shall have power to offer a payment as remuneration and expenses to any officer, member or employee of the Association, and to any other persons for services rendered to the Association.
- d. The financial transactions of the Association shall be recorded by the Treasurer in such a manner as the Executive Committee think fit.
- e. Two Auditors shall be elected by an Annual General Assembly for a term of four years. Re-election shall be possible. None of the Auditors shall be a member of a Committee of the Association – except for the General Assembly – whose activities are being examined.

The Auditors shall be responsible for the continuous monitoring of the Association's business activities, as well as for auditing its financial management with regard to the correctness of accounting and the proper application of funds in accordance with the Association's constitution. The Executive Committee shall provide the Auditors with all necessary documents and information. The Auditors shall report the outcome of the audit to the Executive Committee.

## **§ 17 ANNUAL ACCOUNTS**

- a. The financial year shall correspond to the calendar year.
- b. The annual accounts shall be drawn up and presented to the President and the Secretary General within the first five months of the following year.

## **§ 18 BORROWING**

The Executive Committee may borrow money on behalf of the Association for the purposes of the Association from time to time at their own discretion for the general upkeep of the Association. Credit periods of more than one year or borrowings for other purposes shall require the sanction of a General Assembly.

## **§ 19 COURT OF ARBITRATION**

- a. All disputes arising within the Association shall be settled by an internal arbitral tribunal. It shall consist of three Full Members of the Association. Each party to the dispute shall appoint an arbitrator, the arbitrators shall then appoint a further member of the Society as the chairman. If the arbitrators are unable to agree on a chairman, the chairman shall be selected by lot.
- b. The arbitral tribunal shall decide by simple majority of votes and to the best of their knowledge and belief. Its decisions shall be binding and conclusive.

## **§ 20 DISSOLUTION**

- a. A resolution to dissolve the Association shall only be possible by postal ballot and must be supported by a majority of at least two thirds of valid votes cast.
- b. The dissolution shall take effect from the final date given for receipt of postal votes, which shall be not less than 14 days from when the notice of the resolution was given to all members. The members of the Executive Committee shall be responsible for the winding up of the assets and liabilities of the Association.
- c. Any property remaining after the discharge of the assets and liabilities of the Association shall be given to the European Federation of National Associations Orthopaedics and Traumatology (EFORT) or, if this is not longer in existence, to another non-profit organisation with similar objects.

## ANNEX I

### **FOUNDER MEMBERS OF THE EUROPEAN HIP SOCIETY**

Reginald ELSON was asked by the President (Michael FREEMAN) and the Secretary (Jacques DUPARC) of the Congress Board of the European Federation of Orthopaedics to work on the formation of a European Society for Surgery of the Hip.

The European Hip Society was founded in Hamburg on Saturday the 17<sup>th</sup> of October 1992. At their meeting, the Founder Members decided upon a Constitution.

AUSTRIA	Prof. R. BAUER
BELGIUM	Dr. J. LEWALLE
DENMARK	Dr. J.S. JENSEN
FINLAND	Prof. E.B. RISKKA
FRANCE	Dr. H. OLIVIER
GERMANY	Dr. E. NIEDER
GREECE	Prof. E. DRETAKIS
IRISH REPUBLIC	Mr. G.C. FENELON
ITALY	Dr. L. SPECCHIA
NETHERLANDS	Dr. S. BULSTRA
NORWAY	Prof. P. BENUM
PORTUGAL	Dr. J.A. PROENCA
SPAIN	Dr. E. GARCIA-CIMBRELO
SWEDEN	Dr. L. SANZEN
SWITZERLAND	Prof. B.G. WEBER
TURKEY	Prof. I. CETIN
UNITED KINGDOM	Mr. R. ELSON

ANNEX II

**HISTORY OF CHANGES TO THE CONSTITUTION OF THE EUROPEAN HIP SOCIETY**