



CONSTITUTION AND BYE-LAWS

of the

INTERNATIONAL SPINAL CORD SOCIETY

ISCoS

Administration

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Preamble

To promote high quality management of and research regarding spinal cord lesions throughout the world, there has been formed by these Articles an International Society: THE INTERNATIONAL SPINAL CORD SOCIETY hereafter referred to as ISCoS.

Article 1

OBJECTIVES OF ISCoS

The International Spinal Cord Society shall

- 1.1** Serve as an international, impartial, non-political association whose purpose is to advance the management of traumatic and non-traumatic lesions of the spinal cord. This includes causes, prevention, basic science, clinical research, medical and surgical management, clinical practice, education, rehabilitation, outcomes assessment and social reintegration. This Society will function in close collaboration with other national and international bodies, thereby encouraging the most efficient use of available resources.
- 1.2** Provide a scientific exchange among its members and others by collecting and disseminating information through publications, correspondence, exhibits, regional and international seminars, symposia, conferences and otherwise and online resources.
- 1.3** Advise, encourage, promote and when requested, assist in efforts to co-ordinate or guide research, development and evaluation activities related to spinal cord lesions throughout the world.
- 1.4** Advise, encourage, guide and support the efforts of those responsible for the care of individuals with spinal cord lesions and when requested, co-ordinate these activities throughout the world.
- 1.5** Advise, encourage, guide and support the efforts of those responsible for the education and training of medical professionals and professionals allied to medicine and when requested, co-ordinate these activities throughout the world and offering advocacy, especially with policy makers.

Article 2

MEMBERSHIP

2.1 MEMBERS

Membership of ISCoS will be open to professionals and individuals with an interest and active participation in prevention, research, management and/or rehabilitation of persons with spinal cord lesions. Admission to the membership of ISCoS requires completion of the online application form and payment of subscription fees.

A member can resign by giving written notice to the ISCoS Administration.

Members failing to meet professional standards of the Society, payment of annual subscription, or who do not observe the Constitution and Bye-laws of the Society may have their membership discontinued.

Members will have access to the online journals and can purchase the printed journals at a special reduced price. Members also have access to the member's area on the ISCoS website.

2.2 SENIOR MEMBERS

Members of at least 15 years standing will be offered Senior Membership on retiring from active practice and informing the Society's Administrator. This is free of charge but does not include free access to the journals.

2.3 EMERITUS MEMBERS

Executive Officers become Emeritus members of ISCoS on relinquishing their position. Emeritus membership is free of charge with free online access to the journals.

2.4 HONORARY MEMBERS

Persons who are not members of ISCoS and have distinguished themselves in the fields of research, prevention, education and management of spinal cord lesions, as well as in public life, and who may have contributed to advances in rehabilitation and social reintegration of persons with spinal cord lesions, can be made Honorary Members of the Society. Nomination from an existing ISCoS member should be submitted to the Secretary for approval by the Executive and announced at the Annual General Meeting. Honorary membership is free of charge but does not include free access to the journals.

2.5 FELLOW

Persons who, by their professional achievement, integrity, reputation and activities as a member of ISCoS of no less than fifteen years standing, and who have, contributed to a high degree to the objectives of the Society can be bestowed with the Fellowship of ISCoS. Nomination by another ISCoS member should be submitted to the ISCoS Secretary/Administrator. Fellows are entitled to add "FISCoS" to their list of credentials.

Article 3

THE OFFICERS of ISCoS

- 3.1** The Officers are the President, Secretary and the Treasurer. The responsibilities of the Officers, their Terms of Office and the manner of election or re-appointment shall be as specified in this Constitution. The Officers of ISCoS may attend any of the Society's Standing Committee Meetings.

The Election of the Officers

- 3.2** Notice should be given to the membership at least eight weeks in advance of an impending election of an officer.

All submissions will need to adhere to the criteria given for that vacancy.

The ISCoS Secretary shall produce a short list with a summary of each applicant and circulate to the Membership.

E-voting for the election of Officers is organised to permit all members to make their vote and the results are ratified at the AGM.

RESIGNATION/REMOVAL FROM OFFICE

- 3.3** Any officer may resign their post in writing to the President who will ask the ISCoS Secretary to set in motion the process of electing a replacement.

At any duly called Annual General Meeting, any officer may be removed from office, by a two-third majority of the voting members present.

In cases of misconduct, officers can be removed from office by two-third majority of the Society's Board (Article 4.2). The decision has to be ratified at the next Annual General Meeting. Such officers shall be entitled to appeal the decision to the Annual General Meeting in writing to the ISCoS Secretary/Administrator within four weeks.

Vacancies in any officer's post, due to death, resignation, discontinuation, removal or other, will be filled temporarily by the Executive Committee from the ISCoS Membership. The ISCoS Secretary will then set in motion the election of a new officer as per the Constitution and Bye-Laws of the Society.

3.4 THE ISCoS PRESIDENT

- 3.4.1** The President's term of office is for a period of two years.

The President will be the Chair of the Executive, Board and AGM of ISCoS.

3.4.2 The President, in consultation with the Executive, may appoint ISCoS members as Liaison Officers, for specific geographical areas, to be the link between the Society and the professionals working in the field of spinal cord. These Officers must have been members of the Society for at least five years.

The Liaison Officers prime objective is to help, through the Chairs of the Standing Committees, the development of SCI management, education, research and prevention in their assigned areas of the world. The Term of Office is two years with a further two-year term if necessary.

3.5 THE PRESIDENT-ELECT

A year before the end of term of the current President, a President-Elect will be selected according to article 3.2 of the Constitution concerning the election of the Officers of ISCoS.

The President-Elect, during the year prior to taking up the position as President, will attend as a non-voting member all the Committee Meetings that the President attends.

3.6 THE ISCoS SECRETARY

The ISCoS Secretary shall hold office for three years and shall be eligible for re-election for a second term.

The ISCoS Secretary shall be a member of the Executive and Board.

The ISCoS Secretary, in close co-operation with the Administrator and in consultation with the Executive shall ensure that all matters related to membership, election of Officers of the Society and honours to be bestowed, including the Annual Society Medal are brought in front of the Board for approval prior to ratification at the Annual General Meeting.

3.7 THE ISCoS TREASURER

The ISCoS Treasurer shall hold office for three years and shall be eligible for re-election for a second term.

The ISCoS Treasurer shall supervise and control all financial matters related to the Society and any matters as required by UK Law.

The ISCoS Treasurer shall prepare all financial reports and submit them to the Executive Committee, Board of ISCoS and the Annual General Meeting of the Society.

The ISCoS Treasurer shall be a member of the Executive Committee and Board.

The Executive Committee shall appoint, when deemed necessary and at the request of the Treasurer, an Assistant Treasurer for a limited period. The Assistant Treasurer shall have an Observer status on the Executive Committee.

3.8 THE ADMINISTRATOR

The Administrator of ISCoS shall be an employee of the Society. The Administrator shall be responsible for the secretariat and administration of the Society and will assist all officers of ISCoS and Committee Chairs in accordance with the existing job description. The Administrator shall report to the ISCoS Executive. The Administrator shall be responsible for arranging all meetings of the Executive Committee, Board of ISCoS and during the Annual Scientific Meeting (ASM) of the Standing Committees, as well as giving notice and circulating relevant documents to members of these bodies at least four weeks before a meeting.

The Administrator will attend the meetings of the Executive, Board, the Annual General Meeting and such meetings as deemed necessary. The Administrator will arrange for Minutes of these meetings.

The conditions of employment shall be subject to the Employment Laws of the UK. The Administrator shall be adequately protected by insurance with regards to employer's liability and travel insurance, at the expense of ISCoS.

The Administrator shall collect the membership fees and shall make all necessary disbursements in conjunction with the ISCoS Treasurer.

The Administrator shall be appointed by the Executive Committee. The vacancy should be advertised, and the selection should be made after an appropriate interview.

Article 4

EXECUTIVE, BOARD and COMMITTEES

4.1 THE EXECUTIVE COMMITTEE (EC)

The Executive Committee shall consist of the ISCoS Officers and the immediate Past President or the President-Elect in a non-voting capacity: in attendance will be the Administrator of the Society. The immediate Past President shall remain a member for one year after their term.

The EC shall meet twice a year, one of which will be at the Annual Scientific Meeting. An Executive Officer may join the meeting by video link if travelling is not possible. The President can call extra meetings if deemed necessary for the conduct of the Society's business.

The EC of ISCoS shall appoint professional advisers as deemed necessary and invite them to attend the meetings of the Committee.

The EC shall ultimately be responsible for all administrative decisions, financial and contractual matters related to the Society. All decisions of the Executive Committee shall have formal Minutes.

4.2 THE BOARD of ISCoS

The Board of ISCoS shall help inform the Executive Committee on the annual objectives and Goals of ISCoS as well as evaluate the activities of the Society.

The Board of ISCoS shall consist of the Executive Officers, Chairs of the Standing Committees and Editor(s) of the Journals and/or their deputies.

The Board is presided over by the President or the Secretary in his absence. A quorum is achieved when half the number of Board Members plus one are in attendance. Voting is by simple majority and the President has the casting vote.

The Board will meet during the Annual Scientific Meetings. Extra-ordinary meetings can be done via video links when necessary.

4.3 THE COMMITTEES

The Standing Committees of ISCoS are:

The Communication Committee (CC)

The Education Committee (EDC)

The External Relations Committee (ERC)

The Prevention Committee (PRC)

The Scientific Committee (SC)

All Standing Committees shall meet once a year at the Annual Scientific Meeting.

A quorum at the Standing Committee meetings is achieved by the presence of six members and voting is by simple majority. The Chair has the casting vote.

All Committee proposals and decisions must be discussed at the Board meeting and submitted to the Executive for ratification. The Executive may defer the decision to the Annual General Meeting for approval.

All Standing Committees shall submit an Annual Report six weeks prior to the Board Meeting at the Annual Scientific Meeting summarising the previous year's activities and the following year plans and proposals. The Chairs are responsible for the Agendas and Minutes of their Committee Meetings at the Annual Scientific Meetings.

The Chairs of the Standing Committees shall be appointed by the President and ratified by the Executive in consultation with members of the Committee for a period of three years and shall be eligible to stand for a second term.

The Chairs should appoint deputies. They will not be members of the Board but can replace the Chair in special circumstances.

The Chairs can appoint five members of the Committee.

Membership of a Standing Committee is for three years with a possible re-election for a further three years and any individual member cannot sit on more than one Standing Committee.

Vacancies on Standing Committees shall be advertised to the membership by the Administration and final selection is voted on by existing Committee Members.

Members of all Committees must be fully paid up ISCoS members for at least two years.

A summary of all Committee Reports will be included in the President's report at the Annual General Meeting.

Appropriate funds will be allocated by the Executive to support the work of the various Standing Committees.

4.3.1 THE COMMUNICATION COMMITTEE (CC)

The Communication Committee shall be responsible for the communication about ISCoS' matters (voting, election, reports of Standing Committees) to the membership. The CC will put together a Newsletter to be published at least 4 times a year in collaboration with the members, Standing Committees and Groups and sent by email to all members through ISCoS HQ and its IT Company. Material to be included in Newsletters can be submitted by members to the Administrator who will forward to the Chair of the CC.

The CC should deliver its activities per its Contemporaneous Guidelines.

4.3.2 THE EDUCATION COMMITTEE (EDC)

The Education Committee shall promote all aspects of teaching and training. It should be constituted of 10 members and the Chair.

For all aspects of education, the EDC should liaise with the Chairs of the other Committees.

The EDC should deliver its activities per its Contemporaneous Guidelines.

4.3.3. THE EXTERNAL RELATIONS COMMITTEE (ERC)

The External Relations Committee shall deal with matters related to all external partners with whom ISCoS is in collaboration. It should be constituted of 10 members and the Chair.

The Disaster Committee is a sub-committee of the ERC Chaired by one of its members who will be a member of the External relations Committee.

All Affiliated Societies will form one sub-committee of the ERC Chaired by one of its members. The Chair of this sub-committee will be a member of the External Relations Committee.

The ERC should deliver its activities per its Contemporaneous Guidelines.

4.3.4 THE PREVENTION COMMITTEE (PC)

The Prevention Committee shall promote, in liaison with other committees and relevant international health organizations, the notion of primary and secondary prevention of traumatic and non-traumatic spinal cord lesions. It should be constituted of 10 members and the Chair.

The PC should deliver its activities per its Contemporaneous Guidelines.

4.3.5 THE SCIENTIFIC COMMITTEE (SC)

The SC shall be responsible for the scientific organization of the yearly Annual Scientific Meeting and shall be involved in all ISCoS matters related to research and scientific activities. It should be constituted of 10 members and the Chair.

The SC shall make the selection of the content of the Annual Scientific Meeting following the Contemporaneous Guidelines for Organization of Annual Scientific Meetings.

The SC through the Chair will work in close collaboration with the ISCoS Professional Congress Organizers (PCO).

The SC should deliver its activities per its Contemporaneous Guidelines.

4.3.6 AFFILIATED SOCIETIES

ISCoS Affiliated Societies are National and International groups the aims and objectives of which are in line with those of ISCoS.

The requirements necessary to become an ISCoS Affiliated Society are detailed in the External Relations Committee Guidelines for Affiliated Societies.

Article 5

ALLIED DISCIPLINE GROUPS

Allied Discipline Groups are created to include ISCoS members qualified in professions allied to medicine (Physiotherapists, Occupational Therapists, Nurses, Clinical Psychologists and others) and working within the ISCoS area of interest.

A Consumer Group, if created, can be formed.

Each allied discipline specific group shall only be of ISCoS members of this special discipline. Once appropriately constituted and approved by the Executive Committee, Board and AGM they will become a Standing Allied Professional Group of ISCoS. They should be constituted of 10 members and the Chair.

Allied Discipline Groups can meet once a year at the Annual Scientific Meeting.

A quorum at the Group meetings is achieved by the presence of six members and voting is by simple majority. The Chair has the casting vote.

All Group proposals and decisions must be discussed by the Board.

All Groups shall submit an Annual Report six weeks prior to the Board Meeting at the Annual Scientific Meeting summarising the previous year's activities and the following year plans and proposals. The Chairs are responsible for the Agendas and Minutes of their Group Meetings at the Annual Scientific Meetings.

The Chairs of the Allied Professional Groups shall be appointed by the President and ratified by the Executive in consultation with members of the Committee for a period of three years and shall be eligible to stand for a second term.

The Chairs should appoint deputies.

The Chairs can appoint five members of the Group.

Membership of a Group is for three years with a possible re-election for a further three years.

Vacancies on Allied Professional Groups shall be advertised to the membership by the Administration and final selection is voted on by existing Committee Members.

Members of all Groups must be fully paid up ISCoS members for at least two years.

6th August 2018

A summary of all Group Reports will be included in the President's report at the Annual General Meeting.

Article 6

PUBLICATIONS

ISCoS publishes a printed journal (Spinal Cord) and an online journal (SCS&C). The Contract between ISCoS and the Publishers and any future amendments shall be agreed with the Publishers by the President and the Treasurer and ratified by the Executive.

- 6.1** The Editor(s) of Spinal Cord/and Spinal Cord Series & Cases (SCS&C) shall be appointed for an initial period of four years and can be renewed. An appropriate Honorarium will be offered for the position. The position should have a formal job description and Contract with the Society. Recruitment should be done by open competition and comply with Employment Laws.

The Editor(s) shall have a seat on the Board.

The Editor(s) shall have editorial and scientific responsibility for the publishing of the journals. The Editor(s) may appoint Assistant, Associate, Section Editors and other members of the Editorial Board. The Editor(s) shall receive, select and publish papers, articles, letters, notices and other such items, as they deem suitable for the journals.

- 6.2** The Editor(s) shall report to the Executive and Board on the work and achievements in the publishing of scientific papers and reports in the journals.

Article 7

FINANCE

- 7.1** Income shall be derived from subscriptions, proceeds from conferences, publication of the journals, donations and sales of any other publications.
- 7.2** No part of the proceeds or funds of ISCoS shall accrue to the personal benefit of any officer or member of the Society.
- 7.3** The Financial Year of ISCoS shall be from January 1 to December 31.
- 7.4** ISCoS may reimburse reasonable expenses incurred on its behalf, if agreed, in advance, in writing, through the Administrator or directly to the Treasurer.
- 7.5** An Annual budget supporting the work of the Society will be submitted by the Treasurer to the Executive for approval considering the financial means available, following consultation with the Chairs of the Standing Committees. The use of the financial means allocated to each Standing Committee will be reported back to the Executive Committee to be included in the Treasurer's report at the Board and AGM meeting.
- 7.5** In the event of any legal action or litigation against ISCoS, every Officer, Board member, Standing Committee member or Official of ISCoS shall be indemnified out of the funds of ISCoS against all costs, charges, losses and expenses and liabilities incurred by them in the execution and discharge of their duties or in relation thereto.

Article 8

MEETING OF THE MEMBERS

8.1 ANNUAL SCIENTIFIC MEETING (ASM)

ISCoS shall hold an Annual Scientific Meeting in accordance with its Annual Scientific Meeting Contemporaneous Guidelines.

8.2 ANNUAL GENERAL MEETING (AGM)

- 8.2.1** The members of ISCoS shall meet once a year at the Annual Scientific Meeting of ISCoS, in accordance with its Contemporaneous Guidelines. The date and venue of each meeting shall be circulated to all members by the ISCoS Administrator at least four weeks in advance.
- 8.2.2** An Extraordinary General Meeting may be called at the request of the Executive Committee.
- 8.2.3** Members who wish to propose items for discussion at the Annual General Meeting or any matters affecting the policies or the Constitution of ISCoS shall give notice of such a proposal to the ISCoS Secretary at least eight weeks before the Annual General Meeting.
- 8.2.4** To constitute a quorum at any Annual General Meeting, there shall be present at least sixty voting members. If, after fifteen minutes of the advertised time for the Annual General Meeting, a quorum is not assembled, the President may call an extraordinary Annual General Meeting without the need for a quorum. All votes taken at such meetings shall be final.
- 8.2.5** At the Annual General Meeting the President's report will include a summary of all Standing Committees reports and Group Reports. The ISCoS Secretary and Treasurer will give their reports.
- 8.2.6** A resolution put to the vote at the Annual General Meeting shall be decided by a show of hands of the voting members present, unless otherwise decided by the Annual General Meeting in exceptional circumstances. A majority vote shall be required for a proposal to pass in all circumstances unless otherwise stated in this Constitution.

Article 9

CHANGES TO THE CONSTITUTION

- 9.1** The members of ISCoS shall be given notice at least eight weeks before voting on any proposed amendments to the Constitution.
- 9.2** Any major Constitutional Amendment to the Constitution should be circulated in advance to the Membership with a two weeks deadline for comments before being put through electronic voting by a professional external organisation. Changes require to be passed by 50% + 1 of members casting an e-vote. Voting by at least 40 % of the membership is necessary to make the e-voting result binding.
- 9.3** Minor administrative amendments can be voted on at the Annual General Meeting. Notice to the membership should be given two weeks in advance.

Article 10

VENUE AND DISSOLUTION

- 10.1** The International Spinal Cord Society is a private limited company by guarantee without share capital use of "limited" exemption listed at Companies House, UK (Company Number 03452747). The Headquarters of ISCoS shall be in Aylesbury, Great Britain.
- 10.2** The Society and all questions and disputes arising from the Society's activities, including disputes regarding the obligations and privileges of members shall be subject to English law under the non-exclusive jurisdiction of the English courts.
- 10.3** A decision may be taken by the Board of ISCoS to dissolve the Society. The Directors of the Limited Company will take the necessary steps to carry out the dissolution. Written notice shall be given to all members of ISCoS, Affiliated Societies and External Relations. It shall be a condition of any distribution of the Assets that only approved international charitable or scientific organizations or bodies with aims similar to those of ISCoS may benefit.