

# **BYLAWS OF THE INTERDISCIPLINARY EUROPEAN SOCIETY FOR HAEMAPHERESIS AND HAEMOTHERAPY**

**ESFH**

## **Chapter I - NAME**

The name of the Society is Interdisciplinary European Society for Haemapheresis and Haemotherapy (**ESFH**), a European not-for-profit organization hereinafter referred to as "Society".

## **Chapter II - PURPOSES**

1. The purposes of the Society are as follows:
  - a. To function as an European Society for all professionals, involved and interested in haemapheresis and haemotherapy.
  - b. To make available to patients through haemapheresis units in blood banks, hospitals and other institutions a safe and adequate haemapheresis technique for the collection of donor cells or the removal of blood constituents.
  - c. To establish safe and efficient haemotherapy with blood products and alternatives.
  - d. To encourage, advance and certify high standards of administrative and technical performance in the field of haemapheresis to haemapheresis units in blood banks, hospitals and other institutions.
  - e. To foster scientific investigation, clinical application, education and exchanges of information and ideas, relating to haemapheresis, haemotherapy and allied fields in clinical and laboratory medicine.
  - f. All other purposes which benefit safe and adequate haemapheresis and haemotherapy practice in patient or donor care.
2. Cooperation with other related National and International scientific organisations.
3. Cooperation with the European authorities in the field of haemapheresis and haemotherapy
4. Organisation of scientific and educational meetings in the field of haemapheresis and haemotherapy.
5. Development and publication of guidelines and recommendations in the field of haemapheresis and haemotherapy.

## **Chapter III - OFFICE**

1. The location of the principle office of the Society is determined by the Executive Board.
2. Branch-offices may be established by the Executive Board at places where the Society is qualified to operate.
3. The President carries the official representation of the Society in the consent with the Executive Board. When the President is absent the Past President acts as a substitute.

4. Membership fees and other regular payments shall be made in EURO.
5. Bylaws, contracts, financial reports, written reports of the Board Members, official letters and minutes of the meetings: Original forms have to be stored in the principal office : Backups have to be stored on CD-ROM (every year). One copy is in the office of the secretary and one copy is held by the administrative office.

## **Chapter IV - MEMBERSHIP**

### *Section 1 - Classes of membership*

1. There shall be separate classes of membership in the Society as follows:
  - a. Individual (sustaining individual)
  - b. Institutional (sustaining institutional)
  - c. Corporate
  - d. Honorary individual
  - e. Emeritus individual
2. An applicant must complete the official membership application of the Society prior to the approval through the Executive Board.
3. No member of any class shall have any pecuniary or proprietary interest in the assets or properties of the Society and no member of any class shall receive or be paid any part of the earnings of the Society.
4. Each member shall agree not to use the name of the Society for personal gain or advantage, nor to publish or disseminate information in the name of the Society unless duly authorized.

### *Section 2 - Individual membership*

1. Any individual whose references are acceptable and whose qualifications satisfy one or more of the categories listed below shall be eligible for membership.
2. Categories of individuals eligible for membership are as follows:
  - A. Physicians in Europe, who are (a) duly licensed to practise medicine within the country in which they practice or (b) in internships or residency training or (c) who may not be licensed but are employed by agencies of a national government or the Council of Europe or the European Union or the World Health Organization or other comparable institution as decided by the Executive Board.
  - B. Technical workers, nurses and other health professionals with or without baccalaureate degrees who are actively involved in the functions of haemapheresis and/or haemotherapy
  - C. Scientists who have advanced degrees, including physicians who may not yet be licensed to practice medicine in any of the European countries and who have recent experience in teaching, research, service or administration relating to haemapheresis and/or haemotherapy.
  - D. Persons who are engaged in administrative or donor recruitment activities related to haemapheresis and/or haemotherapy in blood banks, hospitals or other institutions.

- E. Public-spirited citizens such as members of blood banks or hospital boards, and others who have made outstanding contributions to haemapheresis or haemotherapy.
- F. Employees of commercial companies involved in the field of haemapheresis and /or haemotherapy.

### *Section 3 - Honorary membership*

The Executive Board may elect to honorary membership any person who in its opinion has made an outstanding contribution towards the purposes of the Society.

### *Section 4 - Emeritus membership*

1. An Emeritus Member is an individual who has retired from active performance.
2. Emeritus membership may be granted by the Board to those who have been active members of the Society for ten consecutive years prior to retirement, providing the said member makes an application for such a status.

### *Section 5 - Institutional membership*

A facility seeking consideration as an Institutional Member must be organized to operate a haemapheresis unit whose policies are executed with medical direction in accordance with generally accepted ethics and standards of the medical profession. An Institutional Member may elect a professional delegate who will receive all the Society information and has all the rights of an Individual Member except voting power.

1. An institution such as a Blood Bank or hospital, applying for Institutional Membership must be suitably recommended and provide satisfactory references. Categories are recognized as:
  - a. Haemapheresis and/or haemotherapy unit being part of a hospital blood bank
  - b. Haemapheresis and/or haemotherapy unit being a separate department of a hospital
  - c. Haemapheresis and/or haemotherapy unit being part of a blood transfusion service
2. A haemapheresis unit, eligible to hold Institutional Membership, must be an organization
  - a. engaged in the performance of at least 50 haemapheresis procedures a year in adequate facilities and maintaining adequate standards
  - b. accredited by the Society through a Committee on Inspection and Accreditation

### *Section 6 - Corporate Membership*

Eligible are companies that are active in the field of haemapheresis and/ or haemotherapy and are willing to support the Society. A Corporate Member may elect a professional delegate who will receive all the Society information and has all the rights of an Individual Member except voting power.

Membership fees of Corporate members shall be used to benefit the aims of the Society as described in Chapter II.

A Corporate Member may delegate a member to the General Assembly of the Society where his opinion must be respected whenever issues of Corporate Members are at stake. Corporate Members shall be allowed one delegate at reduced (member) rate for the regular scientific meetings of the Society.

Corporate members elect delegates to the Industrial Liaison Committee (ILC) according to Chapter VIII section 6B. The ILC constitutes an obligatory consultation and advisory body for all scientific committees for the ESFH meetings specifically with respect to matters of concern to the exhibiting Corporate Members, which include congress venue, dates, hours and booth allocation.

#### *Section 7 - Sustaining membership*

Any member making an annual monetary contribution to the Society, equal to or exceeding the amount as determined by the Executive Board, in addition to annual dues, will be recognized as a Sustaining Member for the year.

### **Chapter V - MEETING OF MEMBERS AND VOTING**

#### *Section 1 - Regular meeting*

1. The Society shall hold a regular scientific - with or without an educational - meeting with a General Assembly every other calendar year at a time and place designated by the Executive Board
2. Notice of regular meetings shall be given in an official publication of the Society and the home page (<http://www.esfh.org>) at least 3 month prior to the meeting.

#### *Section 2 Special General Assembly*

1. A special General Assembly shall be called by the President on request of the Executive Board or on petition of 20 percent of the individual members with voting rights according to chapter V, section 3.
2. A special General Assembly shall be held at such time and place as are designated by the Executive Board
3. Notice of each special General Assembly shall be given in writing (letter, mail or fax) and shall state its time, place and purposes and shall be published in the home page (<http://www.esfh.org>) at least 30 days prior to the meeting.
4. No business shall be transacted at a special General Assembly other than as stated in the call thereof, without the unanimous consent of those voting members present and voting, provided that a census of the voters shows attendance of at least of 10 percent of the Individual Members as defined in chapter IV, section 2:2, ABCD.

#### *Section 3 - Voting*

1. Only Individual Members, belonging to the categories defined in chapter IV, section 2: ABCD and have fulfilled their obligation towards the Society, and Emeritus Members shall have one vote in any regular or special General Assembly of the Society.
2. All voting members shall be registered before the meeting in question. The correct organisation is the responsibility of the Secretary
3. A quorum shall consist of those voting members present at the regular General Assembly or any special General Assembly, whose credentials have been accepted in accordance with the provisions in chapter IV, section 2.

### **Chapter VI - BOARDS**

### Section 1 *Number and Structure*

1. The society is conducted by the **Executive Board**. The Executive Board shall consist of the President, President Elect, Past President (with responsibility to act as Vice President), Upcoming Congress-President, Secretary, Treasurer and the Coordinator - if elected.
2. The **Extended Board** is called **Board of Directors**. It consists of the Directors of the four districts and the members of the Executive Board.

Its task is to intensify the activities in the various European countries.

In order to certify a geographical representation in the Board of Directors there shall be three separate European districts and one district for non-European members. Each district shall correspond to a functioning geographical area and shall be represented in the Board of Directors.

**Western Europe:** U.K , France, Benelux, Spain, Portugal

**Central Europe:** Germany, Austria, Switzerland, Italy, etc.

**Eastern Europe:** Sweden, Norway, Denmark, Finland , Iceland, Czechia, Poland, Greece, Hungary, Slovenia, Slovakia, Turkey , Russia, Lithuania, Bulgaria, Romania, etc.

**Non European countries**

For each district a deputy director is nominated

### Section 2 *Qualifications*

1. Only Individual Members belonging to categories A, B and C, chapter IV, section 2 may be elected or appointed to the Executive Board and Board of Directors.
2. To be nominated a member must have its residency in Europe (besides for Non European countries) and have fulfilled all its obligations towards the Society at least during the last 3 consecutive years for the Executive Board and at least one year for the position of a District Director.
3. Candidates can be nominated by the Executive Board and the Board of Directors, respectively. Additionally, all regular members of the Society can propose candidates. The proposals personally signed by at least 7 members have to be sent to the Secretary of the Society until 3 months before the election in written form.

### Section 3 *Elections*

1. The member of the Boards are elected by the General Assembly (with exception for Board Members with special duties) usually on the proposal of the Executive Board in charge.
2. The President is elected for a consecutive total period of six years with a two year term as President, two years as President Elect and two years as Past President.
3. Secretary and Treasurer are elected for a two year term and may be reelected for two more terms.

4. District Directos and their deputies are elected for a two year period and may be reelected for two more terms.
5. A Member of the Society may be elected into the Executive Board for special duties e. g. the Coordinator by the majority of the Executive Board Members .

*Section 4 - Duties and Responsibilities*

**A) Executive Board**

1. The Executive Board shall conduct all necessary business of the Society.
2. Subject to these bylaws, the Executive Board is expressly empowered to
  - a. receive, hold and disburse funds,
  - b. receive, hold and dispose of property,
  - c. decide on questions of membership,
  - d. call meetings of the Society and prepare the agenda for the meeting,
  - e. propose site and dates for next biannual regular meeting to the General Assembly and together with co-organizing society name the Congress President,
  - f. negotiate and sign the contracts with the co-organizing societies,
  - g. propose membership fees adequate in respect to the administrative running costs of the Society,
  - h. maintain liaison with responsible ethical and professional organizations,
  - i. appoint and add a member of the Society to the Board for special duties,
  - j. establish committees and delegate powers and duties to them (except as otherwise specified in these bylaws),
  - k. administer and conduct all activities of the Society not expressly reserved to the membership,
  - l. by specific delegation give a member of the Board the right to issue official letters or mailings without being countersigned by the President,
  - m. negotiate and meet the descisions regarding the official journal of the Society,
  - n. Each member of the Executive Board shall provide the results of its deliberations and actions in a written report for the other members of the Boards at the Board Meetings. It is assumed that these reports must be confirmed by the Boards whenever feasible without impeding the freedom of the Executive Board to act in the best interest of the Society.

**B) Directors** have the following duties:

- a) Initiate Society activities in the field of haemapheresis and haemotherapy in the district.
- b) Organize local operator and educational seminars in their district.
- c) Recruit new society members in their distric.
- d) Inform the members about society activities.

- e) Report about activities in the field of haemapheresis and haemotherapy inclusively regulations and guidelines in their district to the Boards.
- f) Propose contributions and speakers for the biannual congresses.

#### *Section 5 Meetings of the Boards*

1. As soon as practicable and within five days following the General Assembly, the newly constituted Board of Directors shall hold a regular meeting to transact any necessary business.
2. The Executive Board shall meet thereafter at least annually.
3. Sepecial meetings of the Boards shall be held whenever called by the President or by a majority of the members of the Executive Board.
4. The Board of Directors meets at least biannually during the scientific meetings.
5. Notice of all meetings of the Boards shall be mailed to each member of the corresponding Board at his last known address at least three weeks prior to each meeting.

#### *Section 6 - Quorum*

1. Transaction of business can only be done when at least four members from the Executive Board are physically present.
2. A majority of the members of the respective Board shall constitute a quorum for the transaction of business.
3. The majority vote shall prevail, abstention is counted as negative vote.
4. In case of a tie vote the President's vote is decisive.
5. Votes of single absent members of the Executive Board can be transferred in writing to another member of the Executive Board.

### **Chapter VII - OFFICERS**

#### *Section 1 - Duties*

If possible all decisions concerning the necessary business of the Society should be made by the Executive Board. Agreement/authorization may be achieved by personal communication and/or e-mail without a formal meeting. All decisions should be recorded and mailed to all members of the Executive Board regularly. Minutes from meetings with the Board of the Directors or the Executive Board shall be mailed to the members of the respective Board within 30 days of the meeting in question.

The officer has to be employed in the field of haemapheresis. If his employment changes to another field during the period he is acting as officer, another member of the Executive Board has to be elected to take over the function during the rest of the term.

An annual written report of each function has to be included in the minutes of the Executive Board meeting (every year).

1. President
  - a. represents the Society internally and externally,

- b. shall preside at regular and special meetings of the Society and shall serve as the chief executive officer of the Society,
  - c. shall be the chairman of the Boards and preside at its meetings and shall be an ex officio member of all committees,
  - d. has to carry out the decisions of the General Assembly and the boards,
  - e. has to be involved in the organization of the regular scientific meetings of the Society and function as an adviser to the Congress President regarding the organization of the meeting,
  - f. has to inform his successor (President Elect) about the society business.
2. President Elect
- has to make him/-herself familiar with
- a. the society business and the bylaws,
  - b. the task of the President,
  - c. with the details of the organisation of the scientific and educational meetings.
  - d. He has to take over special duties assigned from the Executive Board
3. Past President
- a. shall serve as a Vice President with duties as are delegated by the Executive Board
  - b. shall assume the duties of the President in his absence.
4. Congress President
- a. is responsible for all decisions regarding the organization as long as the funds and property of the Society are not concerned and notice is taken of the bylaws of the Society and the decisions of the Executive Board.
  - b. has to inform the Executive Board by written reports, about the actual state of the Congress organization every three months prior to the opening date of the Scientific Meeting, starting 18 months prior to the Congress. These reports have to include deadlines for contributions, information (schedule) for contributors, book of abstracts, proceedings, mailings, exhibition status, advertisements, ect.
  - c. has to prepare a written budget for the Executive Board 12 months prior to the meeting including all necessary contracts with other societies (in case of joint congresses). The contracts have to be signed by the President of the co-operating society ( copy to the traesurer). The report has to be updated every three months.
  - d. Financial transactions cannot be made without the agreement of the Executive Board.
  - e. He is responsible for preparation of the first announcement of the scientific meeting (deadline 18 month before) which is to be distributed to all members through the Secretary of the Society,
  - f. has to carry the full responsibility for the financial balance of the scientific meeting including the organisational costs,
  - g. has to give a final financial report to the Board within one year from the closing date of the regular meeting.
4. The Secretary

- a. shall keep the minutes of the General Assembly and of the various meetings of the Board and other official committees of the Society,
  - b. shall sign the membership certificates,
  - c. shall answer questions on membership,
  - d. shall keep all records of the Society except those reserved to the Treasurer (finance, memberships, minutes, in form of CD ROMS after one year, consecutively),
  - e. shall answer to official questions from other Societies etc in accordance with the President,
  - f. shall write newsletters about activities of the Society for official publications and member circulars in accordance with the President if not otherwise delegated by the Executive Board.
5. The Treasurer
- a. acts as an administrator of the Society's finances
  - b. shall have charge of all funds and securities of the Society and shall deposit all such funds and securities in the name of the Society in the depository on his own discretion unless otherwise dediced by the Executive Board,
  - c. is responsible for the preparation of checks made in payment of Society obligations
  - d. shall confirm admission as member and receive membership fees,
  - e. shall ask for payment of membership fee regularly in January every year and if not paid issue reminders in April and June of the same year,
  - f. shall inform the Executive Board about the payment of membership fees twice-a-year,
  - g. shall update the list of members which has to be sent to the members of the Board annually.
  - h. He is responsible for the payment of obligations against other societies or companies which have been accepted and agreed by the Executive Board,
  - i. is responsible for the keeping of the the bankaccount (consecutive files) of the Society,
  - j. shall prepare a written report on the financial situation of the Society. The report will be available to all Executive Board Members at least at the annual Executive Board meeting.
  - k. shall see that the books of the Society are audited biannually before the General Assembly by a certified public accountant, assigned by the Board.

#### 6) Coordinator

has to take care of scientific special agendas (scientific, administrative) and co-ordinate the cooperation between Congress President and President, act as a reminder for planning the scientific program.

#### 7) District Director

- a. has to send a written report of the activities in their district ( see Chapter VI, Directors a), b),c), in special membership recruitment) to the secretary every September,
- b. bring national guidelines and regulation to the notion of the Society (Executive Board).

This report becomes thereafter part of the NEWS-letter provided by the Secretary.

### *Section 2 - Compensation of Officers*

No officer shall receive any pecuniary profit from the activities of the Society.

### *Section 4 - Vacancies and Replacements*

1. If the office of President becomes vacant the Immediate Past-President shall succeed and serve as President for the unexpired portion of the two-year term. In the succeeding year the office of Past-President may be vacant.
2. If the office of President-Elect becomes vacant, it shall remain vacant for the unexpired portion of the two-year term. The term of the President and the Past President are prolonged for further two years.
3. If the office of Past-President becomes vacant, it shall remain vacant for the unexpired portion of the two-year term.
3. If any other office becomes vacant, the office should be filled by a member of the Board of Directors for the unexpired portion of the term.
4. If one of the officers does not fulfil the duties according to the by-laws for more than 6 months or does considerable harm to the Society, he can be suspended from his duties and rights with 2 thirds of the votes of the members of the Executive Board during an Executive Board Meeting. The invitation to this Board Meeting has to be mailed as stated in Chapter VI. Section 5 (meetings ).
5. The topic of suspension has to be on the mailed agenda.
6. The duties of this officer should be assigned to another member of the Executive Board for the duration of the suspension.
7. If an Executive Board member is not present at 2 consecutive Board-meetings, it will be excluded from its office.
8. If a District Director is not present at 3 Board-meetings the deputy takes over. Should a district Director move from the district for which he was elected or should he fail or be unable to fulfil his obligation as a Director, his directorship shall be declared vacant by the Executive Board at its next regular meeting. The deputy fulfil his duty up to the next General Assembly.

## **Chapter VIII - COMMITTEES**

### **A. Scientific and educational Committees**

#### **The Executive Board can establish any Committee**

#### *Section 1 - The standing committees of the Society appointed by the Board*

- a. Membership committee
- b. Bylaws committee

- c. Committee on standards
- d. Ethic committee
- e. Committee of inspection and accreditation
- f. Scientific committee

Special committees may be created by the Executive Board as provided in Chapter VI, section 4, in order to accomplish the interests of the Society.

#### *Section 2 - Appointment*

1. As provided in Chapter VII, section 2, the President of the Society shall, after approval by the Executive Board, appoint members to all special and standing committees named in this chapter section 1 and 2.
2. Unless otherwise provided for in these bylaws, appointment shall be for the term of 4 years.
4. The appointment shall be made such that the terms of the members shall expire in a way not to disrupt the continuity of the work of the committee.

#### *Section 3 - Duties and Responsibilities*

1. As provided in Chapter VI, section 4, the Executive Board is specifically empowered to establish committees and delegate powers and duties to them (except as otherwise specified in these bylaws).
2. All committees shall be responsible to the Executive Board through the councils and shall present a brief summary in writing of their activities as requested by the Executive Board.

#### *Section 4- Membership*

1. In order to provide continuity, it may be determined by the Executive Board, that a person having served as a member or chairman of a committee for two consecutive terms may be appointed to serve an additional term as the chairman.
2. It is left to the discretion of the Executive Board to determine if the appointment to serve as chairman of a committee shall be for two or four years.

#### *Section 5- Special Committees with unique requirements for terms of membership*

##### **Industrial Liaison Committee**

1. The Industrial Liaison Committee (ILC) is an obligatory consultation and advisory body supporting the Congress Presidents and the organizing committees to design the industrial exhibition of forthcoming meetings of the Society.
2. The ILC consists of one delegate from each corporate member who have the status of Corporate Member. The delegates may elect a chairman within the ILC to co-ordinate work and meetings. The Executive Board of the Society shall be informed on the delegates and the chairman elected.

3. Two members of the Board shall be invited to all ILC meetings, organized by either the ILC itself or by the Congress President. As soon as possible after the meeting they shall report to the President of the Society.
4. It is the responsibility of each Corporate Member to inform the Congress President about their ILC-delegate.
5. Members of the ILC have the opportunity to present a workshop as part of the main programme at the biannually ESFH scientific meeting. The objective of the workshop should be to update the audience on new technology and practices associated with the field of haemapheresis and haemotherapy.
6. On-going membership is subject to the payment of the annual Corporate Membership fee. This fee also includes 2 free registrations for the biannually ESFH Scientific Meeting.
7. ILC members have first option for exhibition spaces prior to release to other exhibitors.
8. The ILC should have exposure to the congress budget and congress financial reports.
9. The ILC shall be invited to Board-meetings referring to the upcoming biannually ESFH scientific meeting.

## **Chapter IX - SECTIONS OF INDIVIDUAL MEMBERS**

### *Section 1 - Formation and representation*

1. On the petition of at least 15 percent of the voting members of the Society, the Executive Board may establish a Section of Individual Members, define duties to be performed and objectives to be achieved.
2. Each section that is established may be eligible for representation on the Executive Board or the Board of Directors. The Executive Board will establish the procedure for representation.
3. Such representation shall become effective following the approval of the voting membership at any annual or special meeting.

## **Chapter X - TERMINATION OF MEMBERSHIP**

### *Section 1 – Non Payment of Dues*

1. Any member shall be considered delinquent after failure to pay dues sixty days after billing, and he shall be so notified by the treasurer.
2. Members in arrears for ninety days after a second billing shall lose their membership and shall be dropped automatically from the rolls for non payment of dues.
3. Officers, who have not paid their membership after 30 days after the second reminder (latest 30<sup>th</sup> June of the year in question) are to be excluded from the Boards and not to be eligible any more.
4. Within one year after loss of membership for non-payment a member may be reinstated upon payment of all dues current and in arrears.

*Section 2 - Suspension or Expulsion*

1. The Executive Board shall have the power to suspend or to expel a member for non-compliance with the bylaws of the Society or for any cause which in the judgement of the Executive Board with a 2/3 majority vote shall be deemed detrimental to the interest of the Society.
2. Charges have to be profered in writing and transmitted by registered mail to the accused 30 days prior to the meeting of the Board.
3. The Executive Board may suspend any officer or member of the Boards, committee member, or official representative of the Society if his performance of duties for the Society prove unsatisfactory.

**Chapter XI - AMENDMENTS**

1. The Executive Board is specifically empowered to amend and adopt bylaws, provided these are passed by a 2/3 majority vote of the Executive Board present and voting.
2. The proposed amendment must be sent to each voting member or published in the official website ([Http://www.esfh.org](http://www.esfh.org)) at least 45 days before the meeting and amendments to the form thereof shall be committed only if posted on a designated bulletin board, at a place convenient for all to see, 24 hours prior to the General Assembly or special meeting of the Society.
3. The amendments shall become effective after the approval of the voting membership at the next General Assembly or special meeting of the Society at the close thereof.

*Date*

*President ESFH*

*Date*

*Secretary ESFH*