

***ASSOCIATION***

**“INTERNATIONAL SOCIETY OF DOCTORS FOR THE ENVIRONMENT -  
ISDE SCIENTIFIC OFFICE”**

**STATUTE**

***April 2011***

## ***SUMMARY***

***Article 1 Name, location, rules and nature of the association***

***Article 2 Duration***

***Article 3 Purpose***

***Article 4 Scientific and educational activities***

***Article 5 Participation and cooperation with similar organisations***

***Article 6 Members of association***

***Article 7 Admission***

***Article 8 Loss of membership***

***Article 9 Organs of the association***

***Article 10 Composition of the Assembly***

***Article 11 Proxy***

***Article 12 Convening of the Assembly***

***Article 13 Duties of the Assembly***

***Article 14 Constitution and resolutions of the Assembly***

***Article 15 Presidency and minutes of the Assembly***

***Article 16 The Executive Board - Composition and duration***

***Article 17 Duties of the Executive Board***

***Section 18 Convening and resolutions of the Executive Board***

***Article 19 The President***

***Article 20 International Scientific Committee***

***Article 21 Secretariat***

***Article 22 Treasury Services***

***Article 23 Finances***

***Article 24 Surpluses***

***Article 25 Dissolution***

## **Article 1 - Name, location, rules and nature of the Association**

1.1 The Association named "**INTERNATIONAL SOCIETY OF DOCTORS FOR THE ENVIRONMENT - ISDE Scientific Office**" is a non –profit organization, hereafter called ISDE SO. All political, union, professional or class aims will be excluded, as also safeguarding of members' economic interests.

1.2 The head office of the Association is in Arezzo, Italy Via della Fioraia 17/19.

1.3 The Association is constituted and organized as established in this statute and according to the regulations adopted pursuant thereto; it acts according to the laws governing nonprofit organizations. It may request recognition of its juridical status and seek enrolment in the registers or similar lists established by governmental agency laws or regulations in those cases in which it is eligible for admission. ISDE SO operates at the national and international level.

1.4 The Association accepts the Statute of the "**International Society of Doctors for the Environment (ISDE)**".

## **Article 2 - Duration**

2.1 The association has an unlimited duration.

## **Article 3 - Purpose**

3.1 The Association intends to support the organization of the scientific activities of the International and National Associations of Doctors for the Environment, in accordance with the statutory purposes of the ISDE. It promotes, supports, coordinates and participates in joint studies and research, outreach and training activities, stimulating scientific divulgation and interdisciplinary collaboration in the social, health and environmental fields.

3.2 The ISDE SO will harness the vast circuit of expertise in social, health and environmental fields and aims to establish a network of researchers working in epidemiology and environmental toxicology, environmental carcinogenesis and environmental medicine in general.

3.3 The ISDE SO pursues goals of cooperation with developing countries.

## **Article 4 - Scientific and educational activities**

4.1 The study, research, training and outreach activities are focused on areas closely related to the concept of environmental and health protection, understood in its broadest sense. The same should specifically refer to the development of integrated policies in the social, health and environmental sectors and also to the innovations introduced by international, national and regional guidelines and plans.

4.2 At the end of its training courses the Association will issue a certificate of attendance according to national and international criteria for accreditation. If the event is in collaboration with universities, other research institutes and other organizations, the possibility of a shared certificate will be assessed.

## **Article 5 - Participation and cooperation with similar organisations**

5.1 The Association may join public, private and non-profit scientific companies, organizations and networks at the regional, national or international level with goals common to its own and/or it may place its representatives therein

## **Article 6 – Members of association**

6.1 Members of the Association are:

- a. the founders;
- b. ordinary members;
- c. honorary members;
- d. well-deserving members.

6.2 The founders are those who participated in the founding of the Association.

6.3 Ordinary members are those who join the Association during its existence.

6.4 Honorary members are those who deserved acknowledgement for their special merits, consistent with the objectives of the Association and within its fields of study, research, training and dissemination.

6.5 Well-deserving members are those whose donations are deemed to be particularly important by the Executive Board.

6.6 The distribution of members in these categories does not imply any difference in relation to their rights and obligations towards the Association.

## **Article 7 - Admission**

7.1 Anyone wishing to join the Association should contact the Executive Board and apply for membership declaring he/she shares Association goals, will approve and observe its statutes and rules. Membership fee, as established annually by the Committee itself, must be paid when the application form is submitted.

7.2 Association membership may be granted to all those who request it, including corporations, scientific associations and public or private bodies.

7.3 The Executive Board must respond to membership requests within 30 days of their receipt. If there is no reply to the membership request within the above mentioned period, this means accepted. If admittance is denied, the Executive Board does not have to explain the reasons for the denial.

## **Article 8 - Loss of membership**

8.1 Membership shall be lost by death, resignation or exclusion.

## **Article 9 - Organs of the Association**

9.1 The organs of the Association are

- a. the Assembly;
- b. the Executive Board;
- c. the President;
- d. the International Scientific Committee.

## **Article 10 – Composition of the Assembly**

10.1 The Assembly comprises all members of the Association who have paid the annual membership fee.

## **Article 11 – Proxy**

11.1 Each member entitled to vote may vote by proxy given to another member of the Association.

## **Article 12 – Convening of the Assembly**

12.1 The Assembly is convened by the President or on written request signed by at least 1/3 (one third) of the members of the Executive Board.

12.2 The convening notice is sent at least 48 (forty eight) hours before the meeting, by letter, fax, e-mail or eventually by any other new information channels that can attest that the communication was sent.

12.3 The convening notice must include:

- a. the agenda;
- b. the date, place and time of first call;
- c. the date, place and time of the second call.

## **Article 13 – Duties of the Assembly**

13.1 The Assembly may be ordinary or extraordinary.

13.2 The Ordinary General Meeting shall meet at least once a year to approve the final balance by March 31, and to pass the budget by October 31.

It also:

- a. every 2 years appoints the members of the Executive Board;
- b. outlines the general guidelines of the Association;
- c. endorses the general operating rules of the Association;
- d. approves the annual report on its activities and achievements prepared by members of the Executive Board.

13.3 The extraordinary meeting:

Decides on amendments to this Statute;

Deliberates on the dissolution of the Association and on the liquidation of its assets.

## **Article 14 - Constitution and resolutions of the Assembly**

14.1 Ordinary or extraordinary assemblies are validly constituted on first call if at least half plus one of the members entitled to vote are present in person or represented by proxy, except when the Assembly must decide on the dissolution of the Association and on the liquidation of its assets, in which case the presence of 3/4 (three quarters) of the members entitled to vote is required.

14.2 The ordinary meeting or extraordinary meeting is validly constituted on second call with any number of participants, as long as a minimum of five members entitled to vote are present.

14.3 The deliberations of the ordinary or extraordinary assembly, both on first or second call, shall be valid if adopted by the affirmative vote of a majority of those present, with the exception of resolutions for the dissolution of the Association and devolution of property, in which case the approval of at least 3 / 4 (three quarters) of the voting power is required.

#### **Article 15 - Presidency and Minutes of the Assembly**

The meeting is chaired by the President but if he is absent or unable to attend, he is replaced by the oldest member.

Minutes of the meetings are drawn up and signed by the President and by a member who also serves as secretary and is responsible for taking the minutes.

#### **Article 16 - The Executive Board - Composition and duration**

*16.1* The Executive Board is composed of a minimum of five to a maximum of fifteen members, as chosen by the Assembly. The ISDE Directing Board has the right to designate one or even more members for the ISDE SO Executive Board, having the same rights and responsibilities of the other members.

*16.2* Members appointed to the Executive Board are not entitled to get any fee except for the reimbursement of documented expenses incurred for the office they hold.

*16.3* The Executive Board shall remain in office for 2 (two) years and its members may be re-elected. Resolutions are passed with the vote of the majority of those present. In the case of a tie, the vote of the Chairman will prevail.

*16.4* If at any time and for any reason the mandate of a member ends during the term of office, the Executive Board itself may co-opt a replacement to hold office until the next Assembly.

#### **Article 17 – Duties of the Executive Board**

*17.1* The Executive Board shall be granted all the powers for the ordinary and extraordinary management of the Association, to be exercised in the manner and within the limits established by this Statute and by law. Specifically, the Executive Board has the following responsibilities:

- a) it decides on the admission of members and on their exclusion;
- b) it may apply for the acquisition of juridical personality and entry in the registers or lists established by the laws and regulations of public Authorities for the admission to which it is qualified;
- c) it proposes the general operating rules to the Assembly;
- d) every year it prepares the balance sheet and the budget and establishes annual membership fees;
- e) it approves the annual planning of activities;
- f) it approves the organizational structure as proposed by the President;
- g) it approves adhesion to public or private bodies;
- h) it appoints or dismisses its representatives in other organizations;

i) it establishes the fee for participation in Association activities for those wishing to join or support its activities, while not becoming members

*17.2* the Executive Board appoints within its members the President, the Treasurer and its representatives to different sectors.

*17.3* The appointment of the President must be ratified by the ISDE Assembly.

*17.4* The Executive Board may establish specific working committees.

*17.5* In the event of an emergency, the President may take interim measures in the areas of competence of the Executive Board, but must later submit them to ratification by the Board itself at its next meeting to be held within and not more than thirty days later.

## **Article 18 – Convening and Resolutions of the Executive Board**

*18.1* The Executive Board shall be convened by the President at least once every six months or when a written and signed request for its convening, specifying the matters to be included in the agenda, is presented by at least 3 (three) of its members

*18.2* The meeting may be convened by letter, fax, e-mail or eventually by any other new information channels that can attest that the communication was sent; the convening notice is sent at least 48 (forty eight) hours before the meeting and must contain the agenda, the date, the time and place where the meeting will be held.

*18.3* The Executive Board is validly constituted if a simple majority of the members are present.

*18.4* The resolutions of the Executive Board shall be validly adopted by the affirmative vote of a majority of those present. In the event of a tied vote, the vote of the President prevails.

*18.5* Executive Board members who without justifiable reason do not attend three consecutive meetings shall automatically be removed from the Board.

*18.6* Minutes of the meeting are drawn up by a note taker who will sign the notes along with the chair.

*18.7* When required by the matter to be discussed, other persons whose presence is deemed to be expedient may be invited to the meeting by the President.

## **Article 19 - The President**

*19.1* The President is the legal representative of the Association and ensures connections between the activities of the ISDE and those of ISDE SO.

*19.2* The President acts in accordance with the directives issued by the Assembly and by the Executive Board and informs them on the accomplished activities; he has the following responsibilities:

- after consulting the Executive Board, he prepares the agenda for meetings of the Assembly and of the Executive Board;
- he is responsible for the routine administration of the Association;
- he approves acts and enters into contracts approved by the Executive Board;
- he ensures the implementation of the General Assembly and Executive Board resolutions;

- he oversees the smooth running of the administrative activities of the Association and verifies compliance with Association Statute and regulations, promoting reform if the need arises;
- in coordination with the Executive Board, he prepares the annual report on activities and achievements.

The President may, on particular matters, assign specific tasks to the components of Executive Board.

## **Article 20 - International Scientific Committee**

*20.1* It is composed of qualifying international scientific personalities proposed by the Presidents of National ISDE Associations. It represents the International Scientific Committee of the ISDE.

*20.2* The Members of the International Scientific Committee will promote research initiatives, participate as lecturers in training activities, and more generally, act as referents for the cultural and scientific activities ISDE.

*20.3* The International Scientific Committee will be chaired by a President appointed on the proposal of the President of the ISDE Scientific Office and ratified by the ISDE Directing Board.

## **Article 21 - Secretariat**

*21.1* The Secretary depends on the President, supports the organs of the Association in using enforcement activities that are necessary and appropriate for the operation of the Association itself.

## **Article 22 - Treasury Services**

*22.1* The Association has its own treasurer. The treasurer takes care of cash management for the Association and shall keep the accounts, he performs its audits, and prepares, from the accounting point of view, the final balance and the budget.

## **Article 23 – Finances**

*23.1* In carrying out its duties, the Association has the following revenues:

- a. membership dues approved annually by the Executive Board;
- b. income derived from the assets of the Association;
- c. registration fees for initiatives;
- d. extraordinary income from events and activities organized by the Association;
- e. contributions or loans from public and private bodies, legal or natural persons;
- f. extraordinary income paid by supporters, including occasional ones, but they must always be compatible with the purposes and principles of the Association.

*23.2* To pursue its objects, the Association, mainly using the free services of its members, can make all the economic and financial transactions that are deemed appropriate.

## **Article 24 – Surpluses**

*24.1* The Association must not even indirectly distribute profits or operating surpluses, however denominated, nor funds, reserves or capital.

## **Article 25 - Dissolution**

25.1 The dissolution of the Association requires a resolution approved by an extraordinary Assembly, which shall also appoint one or more liquidators, who do not necessarily belong to the Association. In the event of termination for any reason, the Association must donate its assets to ISDE or other non-profit organizations (Onlus) or for public benefit purposes.