



## CONSTITUTION (Statutes) 2011

Modified from 2005 version in order to allow registration in Geneva, Switzerland.

Includes decisions at AGM 2010 and formally voted by an EGM by a delegation on 4<sup>th</sup> Feb 2011.

### **A. Name and headquarters**

#### ***Article 1***

European Society for Social Paediatrics and Child Health, ESSOP, is a non-profit organization governed by the present statutes and, secondarily, by Articles 60 et seq. of the Swiss Civil Code. It is neutral politically, and non-denominational.

#### ***Article 2***

The organization's headquarters are located in the State of Geneva, Switzerland.

The organization shall be of unlimited duration.

The official language of the organization is English.

### **B. Purposes**

#### ***Article 3***

The organization is an interdisciplinary, non-governmental, non-profit making, scientific body open to all child health professionals. The purpose of the organization is to promote knowledge of social paediatrics, to stimulate research in this field, to disseminate such knowledge at meetings and to work together with national and international agencies. This gives members opportunity to use their skills, resources and knowledge to develop local and global strategies to improve the health and well-being of children and young people

## **C. Resources**

### **Article 4**

- a) The organization's resources come from:
- donations;
  - legacies;
  - private and public subsidies;
  - membership fees;
  - any other resources authorized by the law.
- b) The funds shall be used in conformity with the organization's aims and ethical policy.

## **D. Members**

### **Article 5**

- a) Any physical or moral person may request to join: (i) if, through their commitment or actions, they have proved their attachment to the aims of the organization, and (ii) they are not salaried by the organization.
- b) Membership is open to all professionals in child & adolescent health.
- c) Membership is open to professionals working for child and adolescent health from anywhere in the world.
- d) The number of members shall be limited as decided by the General Assembly.
- e) New members shall ordinarily be elected at the General Assembly on the recommendation of the Executive Committee. Proposal for active membership should be made to the Executive Committee and should be accompanied by curriculum vitae and list of publications of the candidate. The Executive Committee can accept the candidate as a temporary member until elected at the next General Assembly.
- f) In consultation with the Executive Committee, the organiser of the meeting may invite guests to attend the meeting, contributing or not to the scientific programme. Local guests may also be invited up to a certain number depending on local conditions.
- g) The Association comprises the following categories of which only the first two have a right to vote:
- i. associate members (Societies or Associations)
  - ii. active members
  - iii. honorary members
  - iv. founding members
  - v. inactive members

- g) The Committee shall send notice of the meeting to members at least six weeks in advance. The convocation, including the proposed agenda, shall be sent to each member at least 10 days prior to the date of the meeting.

### **Article 8**

The General Assembly:

- a) shall approve the admission and expulsion of members;
- b) appoints the members of the Committee and elects, at a minimum, the President, the Secretary and the Treasurer;
- c) notes the contents of the reports and financial statements for the year and votes on their adoption;
- d) approves the annual budget;
- e) supervises the activity of other organs, which it may dismiss, stating the grounds therefore;
- f) appoints an auditor for the Organization's accounts;
- g) decides on any modification of statutes;
- h) decides on the dissolution of the organization;
- i) fixes the annual membership fees;
- j) to determine the location of the following Congress;
- k) to deal with any matter which may properly be brought before the Assembly.

### **Article 9**

The General Assembly is presided over by the President, or by the Secretary General in his absence.

### **Article 10**

- a) Decisions of the General Assembly shall be taken by a majority vote of the members present.
- b) Every member has one vote.
- c) In the event that the vote is tied (deadlock), the President shall cast the deciding vote.
- d) Decisions concerning the amendment of the Statutes and the dissolution of the Association must be approved by a two-third majority of the members present.
- e) The quorum of the General Assembly is presence of at least 15 members. A simple majority of votes is needed for adapting any resolution except the amendment of the constitution in which 2/3 majority shall be needed.
- f) If quorum is not attained or then views of members not attending the General Assembly are requested, a mail poll may be used.

### **Article 11**

- a) Votes are by a show of hands. If requested by at least five members, they take place by secret ballot.
- b) The Assembly shall establish the amount of the due each member has to pay, on proposal of the Executive Committee. Any member who has not paid his or her dues for the past 2-year-terms may not be allowed to take part in attending the Assembly or activities of the organization.

### **Article 12**

The agenda of the ordinary annual session of the general assembly must include:

- a) approval of the record of the previous General Assembly
- b) the Committee's annual report on activities
- c) report of the treasurer and of the auditor
- d) setting of membership fees
- e) approval of the budget
- f) approval of reports and accounts
- g) election of Committee members and auditor
- h) other business

### **Article 13**

The Committee is authorized to carry out all acts that further the purposes of the organization. It is authorized to manage the Organization's business.

### **Article 14**

- a) The Executive Committee is composed of the President of the organization, the Meeting Presidents (current and next year), the Secretary General, the Treasurer and a number of committee members as decided by the general assembly, elected by the Assembly for a period of 4 years. At the first election, the term for 2 of these Committee members shall be 2 years.
- b) The Immediate Past President of the organization shall be ex-officio member of the Executive Committee.
- c) The President of the organization preside the Executive Committee and in his or her absence the Past President or another senior officer shall act as the chairman of the Committee.
- d) The Committee meets as often as required.

- e) The function of the Executive Committee shall be:
1. To assist the Meeting President in preparation of the next Congress and other meetings.
  2. To assist the Secretary General in carrying out the policies of the organization.
  3. To recommend the budget of the organization to the Assembly for approval.
  4. To propose new members for election by the General Assembly.
  5. To exercise such authority as may be delegated by the Assembly.
  6. To launch any project susceptible to serve the aims of the organization within the limits of the budget and pending to ratification by the next General Assembly.
  7. To co-opt any member of the organization for any specific project, pending to ratification by the next General Assembly.

#### **Article 15**

The Committee members act voluntarily and may be compensated for their effective and travel costs by agreement with the Treasurer.

The paid employees of the organization have only a consultative vote in the committee.

#### **Article 16**

The functions of the Committee are:

- a) to take all measures to attain the goals of the Association;
- b) to convene General Assemblies;
- c) to take decisions with regard to admission of new members, to resignations of members, and to their possible expulsion;
- d) to ensure the Statutes are applied, to draft rules of procedure, and to administer the assets of the Association.

#### **Article 17**

##### **1. Presidents**

- a) The President shall be elected by the Assembly for 5 years among the candidates proposed by the authoritative bodies of the countries represented in ESSOP. The President shall represent the organization and preside at the meetings of the Assembly and the Executive Committee.
- b) The Meeting President shall be elected by the assembly from amongst the candidates proposed by the authoritative bodies of the host country where the next congress is to be held.
- c) The term of the Meeting President will start from the end of one General Assembly to the end of the next one.
- d) The Meeting President shall appoint a local committee for organisation of the scientific congress.

- e) The final decision on both scientific programme and financial situation shall be the responsibility of the Executive Committee.

## 2. Secretary General

- f) The Secretary General shall be elected by the Assembly for a period of 4 years. His or her term of office can be extended for another 4 years, after which she or he will not be eligible for re-election.
- g) The Secretary General is the executive officer of the organization. The Secretary General shall be responsible for the administration of the organization and shall be working with the President in all the activities of the organization. He or she shall appoint the staff of the secretariat of the organization.

## F. Various provisions

### Article 18

The organization shall be validly bound by the individual / joint signature of President and either General Secretary or Treasurer.

The financial year shall begin on 1st of January and end on 31st of December of each year. The treasurer is responsible for the finances of the organization.

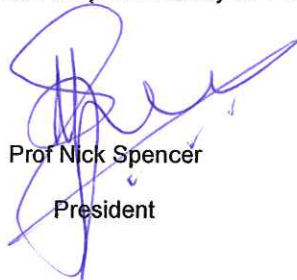
The auditor appointed by the General Assembly shall audit the Association's accounts every year.

### Article 19

If no scientific meetings have been held for a period of 5 years, the organization will be deemed to have ceased to exist and all its assets will be handed over to UNICEF.

In the case of the organization being dissolved, the assets should be allotted to a non-profit organisation pursuing goals of public interest similar to those of the organisation benefiting from tax exemption. The goods cannot be returned to the founders or members, nor be used to their own profit.

For the European Society for Pediatrics and Child Health,



Prof Nick Spencer  
President



Dr Olivier Duperrex  
Treasurer

Geneva, 4<sup>th</sup> February 2011

**Extraordinary general meeting (EGM) of the European Society for Social Pediatrics and Child Health – 4<sup>th</sup> February 2011 14.00 to 15.25 – Geneva, Switzerland**

***Extract of the minutes relevant to the constitution***

**Chairperson:** N Spencer

**Rapporteur:** O Duperrex

**Participants – (N=11):** Mitch Blair, Olivier Duperrex, Gülbin Göckay, Manuel Katz, Zsuzsanna Kovacs, Basil Porter, Barbara Rubio, Yvon Heller, Nicholas Spencer, Gonca Yilmaz, Tony Waterston

**Excused:** Lennart Köhler, Geir Gunnlaugsonn, Sadik Aksit, Luis M. Alvarez, Martin Biceg, Selda Bulbul, Josip Grguric, Shanti Raman, Stella Tsitoura, Thea van Zeben

**Agenda**

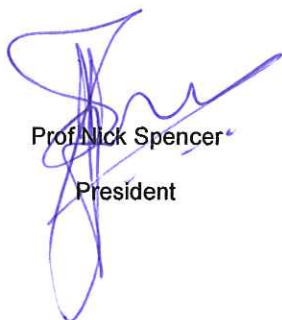
1. Welcome by the President
2. Constitution (Statutes)
  - i. After discussion of the version of the 3<sup>rd</sup> Feb 2011 that included the comments made at the AGM in Kusadasi in October 2010, three modifications were accepted unanimously by formal vote (11 yes, 0 no, 0 abstentions):
    - a) Art 2: Language: english only
    - b) Article 15 will read: "The Committee members act voluntarily and may be compensated for their effective and travel costs by agreement with the Treasurer. The paid employees of the organization have only a consultative vote in the committee"
    - c) art 4b) : add "and ethical policy"
  - ii. The constitution (statutes) that will include the three modifications above was formally approved unanimously (11 yes, 0 no, 0 abstentions)

**Formal Address**

European Society for Social Pediatrics and Child Health, ESSOP  
c/o Olivier Duperrex  
rue du Colombier 1  
CH-1202 Geneva  
Switzerland  
+41 79 444 83 77

### Executive committee (EC)

1	Nicholas Spencer	UK - Society President
2	Lennart Köhler	Sweden - Honorary President
3	Geir Gunnlaugsonn	Iceland - General Secretary
4	Olivier Duperrex	Switzerland - Treasurer
5	Sadik Aksit	Turkey - EC member
6	Luis M. Alvarez	Spain - EC member
7	Martin Biceg	Slovenia - EC member
8	Mitch Blair	UK - EC member
9	Selda Bulbul	Turkey - EC member
10	Gülbin Gökçay	Turkey - EC member
11	Josip Grguric	Croatia - EC member
12	Manuel Katz	Israel - EC member
13	Zsuzsanna Kovacs	Hungary - EC member
14	Basil Porter	Israel - EC member
15	Shanti Raman	Australia - EC member
16	Barbara Rubio	Spain - EC member
17	Stella Tsitoura	Greece - EC member
18	Tony Waterston	UK - EC member
19	Gonca Yilmaz	Turkey - EC member
20	Thea van Zeben	The Netherlands - EC member



Prof. Nick Spencer  
President



Dr Olivier Duperrex  
Treasurer

Geneva, 4<sup>th</sup> February 2011