

## The International Society for the Study of the Lumbar Spine

# By-Laws 2021 

www.issls.org

# BY-LAWS <br> of <br> The International Society for the Study of the Lumbar Spine (hereinafter called "the Society") 

ARTICLE I<br>Object, Purpose, Scope and Language

## Section 1

The purpose of The International Society for the Study of the Lumbar Spine, a non-profit organization, is to bring together those individuals throughout the world, who, by their contributions and activities both in the area of research and clinical study, have or are indicating interest in the lumbar spine in health and in disease.

Its further purpose will be to serve as a forum for the exchange of information of both an investigative and clinical nature which relates to low back pain and disability. It will seek to accomplish this by holding annual meetings and by disseminating information which may be made available to it as an organization either at these meetings or independently.

## Section 2

The official language of the Society shall be English.

## ARTICLE II <br> Domicile Offices, Liabilities and Indemnification

## Section 1

The International Society for the Study of the Lumbar Spine will have its domicile principle office in Zurich, but the Society may also have offices in other places as shall be desired.

## Section 2

Individual members cannot be made liable for any liabilities of the Society as such. Nor shall any member, officer, agent or employee be liable for his acts or failure to act under Constitution by-laws except only acts or omissions to act arising out of his willful misfeasance. The Society shall be liable for the acts or failure to act on the part of any other member, officer, agent or employee of the Society.

## Section 3

The Society shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request or by its election as a director or officer of another corporation against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties, or a party by reason of being or having been directors or a
director or officer of the Society or of such other corporation except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability.

## ARTICLE III <br> Meetings

## Section 1

The Annual Meeting of the members of the Society shall be at a time and place designated by the Executive Committee and approved by the Society at the General Meeting of the preceding Annual Meeting. The Annual Meeting shall consist of a scientific session as arranged by the Program Committee, and a General Meeting consisting of two business sessions. Proposed sites for the future Annual Meeting shall be presented to the secretary at least three month before the annual meeting and voted upon by the conclusion of the second business session of the General Meeting. As soon as the site has been determined, one member shall be appointed by the Executive Committee as Site Conference Chairman for that meeting.

## Section 2

Conduct of the General Meeting: all meetings of the society shall be governed by the Parliamentary rules and uses contained in the most current edition of Robert's Rule of Order.

## Section 3

The convening of a General Meeting will be in accordance with the by-laws and the provisions of the law if one fifth of the members demand the convening of a General Meeting.

## Section 4

Voting shall be by the membership by simple majority of the votes. The President shall have the casting vote.

## Section 5

Every member shall have the right to appeal to the courts within one month against any resolution of the Society which breaches the Constitution or the law, always provided that he or she did not vote in favour of such resolution.

## ARTICLE IV

## Membership

## Section 1

Membership in the International Society for the Study of the Lumbar Spine will be limited to individuals with demonstrated continuing interest in the problem of the lumbar spine. All active and senior members will have equal status. An active member must demonstrate a
continuing interest in the subject and in the affairs of the Society, each shall be required to submit an accepted paper (see Article VIII, Section 4) for presentation at least every five years in order to retain membership. Annual payment of subscriptions, as these shall be proposed by the Executive Committee and approved at the General Meeting is required. There shall be an "Associate Membership" for individuals from underrepresented countries who may not qualify for Active Membership. These individuals shall pay $50 \%$ of the annual dues, retain the right to vote, but cannot hold office. They must maintain attendance at annual meetings and paper or poster requirements similar to Active Members.

## Section 2

Membership shall be by invitation or application.
Prospective members must have sponsorship of two active members who will submit letters of recommendation
A curriculum vitae (in English) including a list of publications, must accompany the application request of an applicant.
A prospective member must submit to the Membership Chairman a manuscript appropriate for inclusion in an annual program and must present the accepted paper or poster. If the potential new member has presented a paper at an annual meeting of the Society within the last four years, this will satisfy the membership application requirement for a manuscript. A prospective new member must be present at a meeting and present a paper or a poster during the Scientific Program of an Annual Meeting before being accepted into the Society.

Membership applications shall be reviewed by the Membership Committee. The Membership Chairman will propose a slate of new applicants to the membership, followed by a two week comment period. The membership committee will then deliberate based on membership feedback and provide a recommended slate of new members to the Executive Committee for final approval.

## Section 3

A member may not miss more than three meetings in succession without valid reasons acceptable to the Executive Committee.

## Section 4

Restrictions and limitations on the number of members may be determined by a majority of the active members at a General Meeting.

## Section 5 - Expulsion from Membership:

This may be initiated if complaints or charges relative to a member are received in writing. These would then be referred to the Membership Committee. The Membership Committee would cause such investigation to be made as conforms to due process and submit a report to the Executive Committee. The Executive Committee could either act affirmatively or negatively upon the allegations. If the allegations were felt to be of sufficient seriousness to warrant removal from membership, this must be accomplished by a vote of the members at a General Meeting of the subsequent Annual Meeting and will require three-fourths of the vote of the members present and voting to remove from membership.
Failure to make annual payment of dues after due notification (as these shall be established by the Executive Committee) will result in cancellation of membership and attendant privileges.

Failure to comply with Article IV, Section 1 and Section 3, will subject the member to a review of his membership status.

## Section 6 - Classification of Membership

There shall be 300 active members of the ISSLS. The size of the Society can be re-appraised at any time. Such a member must demonstrate a continued interest in lumbar spine disorders. An active member is entitled to vote and hold office.
There is a mandatory change of status to Senior Membership at the age of 65 years, or at the discretion of the Society, if retiring from his professional status. A senior member is not required to pay annual subscription dues. A senior member may attend Annual Meetings and participate in discussions. He will retain voting rights and can be elected to office. Honorary Membership: Proposal for Honorary Membership will be made by the Membership Chairman upon direction of the Executive Committee. Election to Honorary Membership requires three-fourths of the vote of the active members present and voting. An Honorary Member may attend Annual Meetings, participate in discussions and has voting rights. Honorary Members will be neither candidates for elective office nor committee appointment. An Honorary Member will not be charged subscription dues.

## ARTICLE V (removed)

## ARTICLE VI Officers

## Section 1

The officers of The International Society for the Study of the Lumbar Spine shall be a President, a First Vice-President, a Second Vice-President who will ascend to the Presidency after the First Vice-President, a Secretary and a Treasurer. The President shall be elected for a term of one year. The Secretary and a Treasurer shall be elected for a term of three years and there will be a position of Secretary-Elect. The Secretary-Elect will sit at all committee meetings with the secretary for purposes of better continuity of the meetings within the Society. The Secretary-Elect will be nominated at the end of the second year of the Secretary's term. These officers shall be elected at the Annual Meeting and shall take office at the final business session of the same Annual Meeting. The by-laws Chairman shall be elected for a five year term.

## Section 2

The President shall be the principal Executive Officer of the Society and shall in general supervise and control all of the business affairs of the Society. The President shall preside at all meetings of the members and will serve as chairman of the Executive Committee. The President will sign with the Secretary and the Treasurer any legal instrument which the Executive Committee or membership has authorized to be executed. The President shall appoint all committees, except those specifically otherwise provided for in the By-Laws, and shall be an ex-officio member of all committees except the Nominating Committee

## Section 3

The First Vice-President shall preside at the meetings of the Society in the absence or upon the request of the President. In the event of the death or incapacity of the President, the

First Vice-President shall assume the duties of the President. The First Vice-President shall also be the President-Elect.

## Section 4

The Secretary shall keep Minutes of the Meetings of the Executive Committee and of the General Business Meetings of the Society. The Secretary will see that all notices are duly given in accordance with the desires of the membership and the officers of the Society. The Secretary shall keep a register of the addresses of each member which shall be furnished to him by each member. The secretary shall maintain the correspondence of the Society and keep records of all meetings of each Committee and in general perform all duties incident to the office of Secretary, have charge and custody and be responsible for all funds and assets of the International Society of the Study of the Lumbar Spine. The Treasurer shall receive and give receipt for moneys due and payable to the Society from any source whatsoever, and to deposit all such moneys in the name of the Society in such banks and depositories as shall be appropriate. The Treasurer shall collect all funds and subscriptions and keep an itemized account of receipts and expenditures and present a report to the Society on an annual basis.

## ARTICLE VII Subscriptions and Dues

The member's annual subscription shall be USD $\$ 150.00$. It can be changed by the proposal to and approved by the General Meeting. Members will be liable only up to their individual subscription.

## ARTICLE VIII Committees

## Section 1 - Executive Committee:

The Executive Committee shall be composed of the President, the two immediate Past Presidents, the two Vice-Presidents, Secretary and Treasurer, and nine representatives representing the following areas -Africa, Gr. Britain, Europe, Asia Pacific, Canada, Eastern United States, Central United States, Western United States and JAPAN.

## Section 2 - Nominating Committee:

The Nominating Committee shall consist of the Past President (chair), the Secretary, and three members of the Society. Nominations for the Nominating Committee shall be received by the ISSLS Administrative Office from any members of the Society after the Annual Meeting until November 15th. All nominations must be accompanied by a brief biosketch and photograph. The three members shall be elected to the Nominating Committee through an on-line voting process that will be concluded on January 15th (each member receives three votes).
The Nominating Committee shall present one nomination for the office of second VicePresident, Secretary, Treasurer, the nine Regional Representatives as each becomes vacant, and one member of the Membership, Fellowship, and Program Committees via a membership survey eight weeks before the start of the Annual Meeting.

Members shall have the opportunity to suggest other members for the open positions via communication with the ISSLS Administrative Office.
Online voting on the slate from the Nominating Committee (yes/no) shall begin six weeks before and close four weeks before the Annual Meeting. If the slate from the Nominating Committee does not receive more than $50 \%$ acceptance of those voting, then the Nominating Committee will propose an updated slate at the First Business Meeting of the subsequent Annual Meeting. Members of the Society may make additional nominations to this slate of candidates at that First Business Meeting and a vote for any contested positions will be taken at the Second Business Meeting.
Members of the Society who serve on the Nominating Committee are ineligible to be nominated for office in that year and are ineligible for re-election to the Nominating Committee in the succeeding year.
We rely on the wisdom of the Nominating Committee to present Members with the requisite level of expertise and service to the Society, especially for the Officers of the Society. As an international, interdisciplinary society, it is expected that the various positions within the Society will respect geographic and discipline-specific diversity.

## Section 3 - Membership Committee:

The committee will be composed of four members one of which shall be the Secretary of the Society. The other three members shall serve staggered three year terms, one member being replaced each year. This member will be elected at the General Meeting. The Chairman shall be that elected member with the longest tenure of office.

## Section 4 - Program Committee:

The Program Committee shall consist of three members, plus the President, Secretary and Site Chairman. The three member committee shall serve staggered three year terms, one member being replaced each year. The Chairman shall be that elected member with the longest tenure of office.

In their deliberations the Program Committee shall classify papers into the following categories:
Accepted for the Annual Program as oral presentation or poster Papers rejected. A rejected paper does not fulfill the requirements that each member shall submit an accepted paper or poster for presentation at least every five years in order to retain membership.

## Section 5 - Other Committees

Provision is made by the inclusion of this section for the creation of other standing or ad hoc committees that may be appropriate for fulfilling the objects, purposes and scopes of this Society.

ARTICLE IX
Amendments to the By-Laws
All proposed amendments/alterations to the by-laws shall be submitted in writing to the Secretary, signed by three members, at least three months before the annual meeting of the Society. These shall be distributed to the membership at least one month before the

Meeting at which time they are to be voted upon. The Secretary shall read them to the Membership at the First Business Meeting, and they shall be voted upon at the second Business Meeting at the same annual meeting. A two-thirds majority is required for passage.

Upon special circumstances the President may recommend that the three month waiting period be waived and the proposed amendment/alteration be submitted in writing at the first Business Session, a copy of which is given to each member present that he may study it. This amendment/alteration will be voted upon at the second Business Session at the same annual meeting. A two-thirds majority is required for passage.

## ARTICLE X <br> Dissolution

## Section 1

The dissolution of the Society may be resolved upon at any time. The Society will automatically seize to exist legally in the event of its insolvency or if there cannot be elected a President, a Secretary and a Treasurer in accordance with the Constitution.

## Section 2

After the dissolution of the Society, the remaining assets shall be transferred to an institution with an equal or similar purpose. The distribution of the remaining assets to the members of the dissolved Society is not possible.

## ARTICLE XI <br> Validity

This Constitution has been adopted at the meeting establishing the Society held on Thursday, June 5, 1997 and has effect from this date.
(last updated in June 2018)

