

Statute
of
Polish Foot and Ankle Society
(Polskie Towarzystwo Stopy i Stawu Skokowo-Goleniowego)

Chapter I
General Provisions

§ 1

1. The Society is to be known as: Polskie Towarzystwo Stopy i Stawu Skokowo-Goleniowego, in the further provisions called ‘the Society’.
2. The Society can use an English version of its name: Polish Foot and Ankle Society (PF&AS).

§ 2

1. The Society shall be active on the territory of the Republic of Poland.
2. The Society is registered in Poznań.

Chapter II
Legal Character

§ 3

1. The Society is an association functioning on the basis of the Statute and provisions of generally binding law.
2. The Society can be associated with other national, foreign and international organisations having a similar character and aims.
3. The Society has been formed for an unlimited period of time.
4. The Society can run economic activity in the following scope and in accordance with the specifications of the Polish Statistical Classification of Economic Activities (Polska Klasyfikacja Działalności):
 - 72.19.Z Other research and experimental development on natural sciences and engineering;
 - 74.90.Z Other professional, scientific and technical activities n.e.c.;
 - 85.59.B Other extramural forms of education n.e.c.;
 - 85.60.Z Educational support activities;
 - 86.90.E Other human health activities n.e.c.;
 - 94.12.Z Activities of professional membership organisations;
 - 58.11.Z Book publishing;
 - 58.12.Z Publishing of directories and mailing lists;
 - 58.19.Z Other publishing activities;¹

Chapter III

¹

The aim and form of the Society's activities

The aim of the Society is:

1. to promote foot and ankle treatment methods as well as progress in scientific research being of benefit to all aspects of human life.
2. to develop and spread knowledge about foot and ankle disorders and their treatment;

§ 5

The Society shall realise its statutory aims particularly through: :

1. supporting scientific research;
2. supporting publications concerning foot and ankle disorders and their treatment;
3. arranging and organising training meetings, scientific conferences and foot and ankle courses;
4. establishing forms of material help (scholarships, grants) for people wanting to deepen their knowledge in the field;
5. propagating and popularising foot and ankle issues among members of other medical specialties and medical jobs as well as among persons and institutions responsible for creating health policy;
6. cooperation with Polish and foreign organisations having the same or similar character;

Chapter 14

The Society's Members, their Rights and Duties

1. The Society's members shall be divided into:
 - fellow members;
 - associates;
 - corresponding members;
 - honorary members;
 - contributing members;
2. Legal person can be a contributing member of the Society only.

Fellow member.

1. A specialist physician or a physician specialising in orthopaedics and motor system traumatology or specialising in general and child surgery may be a fellow member of the Society on condition that he/she is a Polish national or a person having a residence permit in Poland.
2. Admittance to the Society shall be granted by the Board of Directors and shall follow accomplishment of formal enrolment and obtaining a written recommendation of a member of the Society.
3. Fellow member admittance shall be granted by the Board of Directors by means of resolution passed by way of simple majority vote. Person concerned shall be informed about the decision in the written form within 15 days from passing the resolution.
4. Fellow member shall have a right to:
 - candidate exclusively to the Society's authorities;
 - choose the Society's authorities;
 - put forward proposals in the matters connected with the Society's activities;

5. Fellow member shall have a duty to:
 - preserve the provisions of the Statute, by-laws and Society's resolutions;
 - pay the membership fees regularly;
 - participate actively in the realisation of Society's aims;

§ 8

Associate.

1. A physician of other specialty than the ones mentioned in § 7 s.1 or a person with a medical or paramedical university degree after accomplishing formal enrolment and being admitted as a member by the Board of Directors may become an associate after receiving a written recommendation of a fellow member or an associate.
2. Associate admittance is performed by the Board of Directors in the identical way as in case of a fellow member (specified in §7 s. 2 and 3).
3. An associate has a right to:
 - put forward proposals concerning Society's activities;
4. An associate has a duty:
 - to pay regularly the membership fees;
 - to preserve the provisions of the Statute, by-laws and Society's resolutions;
 - to participate in the realisation of Society's aims;

§ 9

Corresponding member:

1. Physician, a national of another country, may become a corresponding member after accomplishing a formal enrolment and being admitted as a member by the Board of Directors and after a written recommendation of a fellow member or associated society and of a member of a national or supranational society representing a similar branch of medicine has been received.
2. Admittance of the corresponding member shall be performed by the Board of Directors in the identical way as in case of a fellow member (specified in §7 s. 2 and 3).
3. Corresponding member has a right to:
 - put forward proposals concerning the Society's activities;
 - participate and advise in the Society's works;
4. Corresponding member has a duty to:
 - pay the membership fees regularly;
 - preserve the provisions of the Statute, by-laws and Society's resolutions;
 - participate in the realisation of Society's aims;

§ 10

Honorary member.

1. Physician or a representative of other medical job may become a honorary member in recognition of his/her merits.
2. The title of a honorary member shall be awarded by the General Assembly upon the application of the Society's Board of Directors.
3. Honorary member shall have all rights of a fellow member of the Society.
4. Honorary member has a duty to preserve the Statute and the Society's resolutions.

§ 11

Contributing member.

1. Legal or natural person may become a contributing member on condition that it respects the Society's aims and wants to support its statutory activities.
2. Admittance of a contributing member shall be performed by the Society's Board of Directors on the basis of a signed declaration.
3. Contributing member shall have a right to participate with a consultative voice through the medium of its representative in the Society's works and to put forward to the Society's authorities proposals and postulates concerning the Society's activities.
4. Contributing member is bound to fulfil declared services and to preserve the provisions of the signed declaration.

§ 12

Termination of membership.

1. Membership in the Society shall terminate as a result of:
 - a written voluntary resignation by a member;
 - member's death or legal person's termination, being a contributing member;
 - termination of the Society;
 - removal from the membership list in case of unjustified and persistent failure to pay the membership fees, by means of passing a resolution on the removal from the membership list by simple majority vote by the Board of Directors;
 - member exclusion by virtue of the Board of Directors' resolution passed with simple majority vote in case of acting of the detriment of the Society, violation of the Statute's provisions, by-laws, resolutions of the Society's authorities, committing an act of disgrace;
2. Members shall have a right to appeal from the Board of Directors' resolutions on removal or exclusion to the General Assembly within 14 days from the day of a written resolution serving.

Chapter V

The authorities of the Society

§ 13

1. The Society's bodies shall be:
 - The General Assembly of the Society's members;
 - The Board of Directors;
 - The Board of Audit as a control body;
2. The Board of Directors' and the Board of Audit's term of office is 3 years.
3. A secretary and a treasurer may serve for next 2 terms of office.
4. In case of a diminished number of authorities' elective members during the term of office, the Board of Directors convenes the General Assembly in order to hold the by-election.
5. Resolutions are to be passed by simple majority vote in the presence of at least half of the members of the body passing a given resolution unless the following Statute makes a reservation that other resolution requirements should apply.

§ 14

The General Assembly of the Society's Members.

1. The General Assembly is the highest authority of the Society. One can differentiate between:
 - regular General Assembly;
 - special General Assembly;
2. The Board of Directors organises regular General Assembly informing members about its date and agenda at least 30 days before the date of the proceedings.
3. Special General Assembly is to be convened on application of the Board of Directors or on demand of at least half of the Society's members; The Board of Directors convenes special General Assembly in accordance with provisions of s. 2, however, not later than 30 days from submitting the demand by at least half of the Society's members.
4. Regular General Assembly takes place at least once every two years.
5. The General Assembly passes resolutions by a simple majority vote in the presence of at least half of the members at the first appointed time; at the second appointed time binding resolutions are to be passed by simple majority vote regardless of the number of the participants; The General Assembly second appointed time is on the same day as the first appointed time, however, after 20 minutes from the moment of opening the General Assembly at the first appointed time – in case when at the first appointed time at least half of the members were not present. In such a case it is thought that members were notified about the second appointed time of the General Assembly.
6. The General Assembly:
 - chooses the Society's Board of Directors and the Board of Audit;
 - gives a vote of acceptance to the resigning Board of Directors after hearing the Board of Directors' and the Board of Audit's reports;
 - examines proposals of the Society's Board of Directors, as well as of the Scientific Committee and its members;
 - determines the guidelines of the Board of Directors' work;
 - approves, on application of the Board of Directors, the subject-matter and location of the scientific meetings;
 - chooses members of the Board of Directors to perform specific functions, including a Vice-president as a President-elect for the next term of office;
 - chooses a 3-person Board of Audit and members of the Scientific Committee;
 - passes resolutions concerning changes in the Society's Statute;
 - passes a resolution on the termination of the Society and transfer of its estate;
 - may call the committees to the realisation of specific tasks;

§ 15

The Board of Directors.

1. The Board of Directors comprises of: the President, the former President, the Vice-President (President-elect for the next term of office), the secretary, the treasurer and 2 members.
2. The candidatures for the Board of Directors' members shall be sent to the secretary at least one month before the date of the Election General Assembly.
3. The Society's Board of Directors:
 - administers the Society and realises its aims;
 - runs financial management of the Society;
 - suggests the candidates to the Scientific Committee for a 3-year term of office;
 - represents the Society outside and bears responsibility before the General Assembly;

- realises the statutory aims in compliance with the directives, resolutions and recommendations of the General Assembly;
- presents the General Assembly with its activity report;
- 4. The Society's Board of Directors gathers when needed, however, at least once for 6 months.
- 5. The President calls and chairs the meetings of the Board of Directors.

§ 16

The Board of Audit.

1. The Board of Audit, comprising of 3 members, has control over the Society.
2. The Board of Audit appoints from among its members the chairman, deputy chairman and secretary.
3. Members of the Board of Audit cannot perform other functions within the Society's authorities.
4. Resolutions of the Board of Audit are to be passed by simple majority vote in the presence of all its members.
5. The Board of Audit's duties include:
 - research and analysis at least once a year of the whole of Society's activities and most importantly of its financial management in terms of its legality, purposefulness and correctness of expenses as well as fee payments;
 - giving post control recommendations and determine the means and deadlines for removing the anomalies;
 - reporting to the General Assembly about its activities;
 - proposing to grant or not to grant a vote of acceptance to the resigning Board of Directors;
6. The scope, rules and course of action of the Board of Audit has been determined in detail in the by-laws of the Board of Audit passed by the Members' General Assembly.

Chapter VI

The Scientific Committee

§ 17

1. On application of the Board of Directors the General Assembly calls a 3-5-person Scientific Committee, in the further provisions called the Committee.
2. The General Assembly appoints a member of the Scientific Committee in lieu of the resigning member.
3. After the termination of the term of office a member of the Committee may apply for the same post after at least a 2-year break.
4. Members of the Committee ought to stem from different centres.
5. The Committee assesses and qualifies the works that are to be presented during the scientific meetings under the auspices of the Society and determines the rules concerning the preparation of the summaries as well as the criteria of their evaluation.
6. Member with the longest service shall be the Committee's chairman.

Chapter VII Scientific meetings

§ 18

1. The Society organises scientific meetings and conferences.
2. A scientific conference shall be organised at least once for every 2 years.
3. Programme of the conference is determined by the Board of Directors or other authorised organisational committee.

Chapter VIII Estate and financial management of the Society

§ 19

1. The Society's estate stems in particular from:
 - membership fees of the fellow members, associates and corresponding members;
 - subsidies, donations, legacies and bequests as well as means granted by the private donors;
 - the income from the statutory activities;
2. Honorary members do not pay the membership fees.
3. The membership fee is determined by the Assembly. The membership fee has been increased in order to include the price of the magazine *Foot and Ankle Surgery* being a body of the European Foot and Ankle Society.
4. The Society may gather other means, provided and permitted by the law in force, which will serve the realisation of its statutory aims;
5. The Board of Directors shall be authorised to acquire, sell and charge estate and real property as well as to administer means of the Society;
6. External audit shall have control over the Society's finance.

Chapter IX Representation of the Society

§ 20

1. The Society shall be represented externally by two members of the Board of Directors acting jointly, including always the President or the Vice-President.
2. Two members of the Board of Directors acting jointly, including always the President or the Vice-President, are authorised to make statements on behalf of the Society in respect of rights and financial obligations of the Society.
3. The Board of Directors can by means of a declaration authorise a person or persons to legal actions acting within their authority.

Chapter X

Final provisions

§ 21

Changes to the Statute and termination of the Society.

1. Changes to the Statute as well as the decision about Society's termination shall take place by way of the General Assembly resolution, by a majority of 2/3 votes in the presence of at least half of the members authorised to vote.
2. In case of termination of the Society all gathered goods and the estate of the Society, after all the debts have been paid off, ought to be given to the charity or scientific organisation having a similar character.
3. In case of passing a resolution on the termination of the Society, the General Assembly will determine the way of its liquidation as well as the use of its estate.