

STATUTE

Denominations - Aims - Seat - Duration

1) A free Association has been constituted, according to the paragraphs 36 and following of the Italian Civil Code, that shall be called "European School of Transfusion Medicine (ESTM)" - Scuola Europea di Medicina Trasfusionale.

2) The aims of the Association shall be the following:

- to provide a superior teaching of Transfusion Medicine, of an International and European character, for specialist doctors already established from a scientific and professional standpoint;
- to provide a specialist teaching of Transfusion Medicine, of an International and European character, for physicians, other graduates and para-medical personnel under specialist training;
- to perform activities of international cooperation in favour of the populations of developing countries, also beyond the European borders, through cultural and educational activities of training on place, and implementation of short- and medium-term collaborative programmes.

Any profitable aim, direct or indirect, shall be excluded.

3) The Association, to achieve its social aims, shall:

- organise meeting, courses, seminars, symposia, stages and fellowships;
- publish Proceedings of its activities and volumes of didactic and scientific interest in different fields of Transfusion Medicine;
- collaborate with other didactic and scientific Associations and Institutions, national and European, in the field of Transfusion Medicine;
- acquire chattels and real estate within the limits imposed by law;
- collect and operate funds to allow the realisation of its aims.

4) The seat of the Association is located in Milano (Italy), in Viale Beatrice d' Este 5, and can be moved by a deliberation of the Council of Administration, to be approved by the Assembly.

5) The Association shall obtain the means to achieve its social aims:

- a) through members' fees and specific contributions;
- b) through reimbursement of expenses met for production of scientific and didactic materials;
- c) through ordinary and extraordinary contributions from public and private organisations, national and international, and gifts and donations within the limits imposed by law.

6) Any surplus, arising at the end of every financial year, are destined -by deliberation of the Assembly- to reserve, to be utilized for realisation of the Association's institutional aims.

7) The duration of the Association shall be unlimited.

Members

8) The Association shall be composed of promoter members, ordinary members, sustaining members, emeritus members and honorary members.

Membership is also open to public interest institutions, moral institutions, associations, foundations, civil and commercial societies.

Promoter members shall be the members who took part in the foundation and those who shall be admitted -after the foundation- through cooptation deliberated by the same promoter members.

The number of promoter members shall be determined in 12, and can be extended until 14 through an Assembly resolution.

Ordinary members shall be those admitted by the Council of Administration upon application presented to the President, having paid the annual social fee within the terms decided by the Council of Administration.

Sustaining members, at their request or on the President's invitation, shall be persons, institutions or societies that wish to financially support the Association's activities through the commitment to pay annual fees as sustaining member.

The qualification of emeritus member shall be conferred by the President, upon deliberation of the Council of Administration, to persons who have well operated to attain the fulfilment of Association's institutional aims.

The qualification of honorary member shall be conferred by the President, upon deliberation of the Council of Administration, to persons who have rendered particularly distinguished services to the Association, or have attained particular distinction in the scientific or didactic field pertaining to the Association's aims.

Emeritus and honorary members are exempted from payment of social fees.

9) Social fees to be paid to the Association by promoter, ordinary and sustaining members to achieve the Association's aims shall be decided each year by the Council of Administration.

10) The work performed by members to achieve the Association's aims shall be free, except the reimbursement of the expenses incurred.

11) The official language of the Association shall be English, in which language -along with Italian- the constitution of the Association and the Statute shall be drawn up.

As operational languages, in performing the Association's activities, other European languages may be used, according to circumstances and on given occasions.

12) A member shall cease to be a member of the Association:

1) by resignation;

2) by death;

3) by default in the payment of annual fees, within the terms decided by the Council of Administration.

4) by radiation, decided for serious reasons by the Council of Administration after a hearing from the member concerned, faculty being given of an appeal to the Assembly.

13) The social year of the Association corresponds to the calendar year.

Social organs

14) Organs of the Association shall be:

a) the Assembly of members;

b) The Council of Administration;

c) The President;

d) The Treasurer;

e) The Secretary

f) The College of Auditors.

All social duties are free.

Assembly

15) The Assembly shall be composed of promoter, ordinary, sustaining, emeritus and honorary members, and shall be convoked by the President at least once per year before the end of the month of July, and whenever the President should think it advisable.

16) The convocations of the Assembly shall be made by letter by registered mail, to be sent to each member at least 15 days before the date of the meeting, or by electronic mail, to be sent at least 7 days before the date of the meeting.

Assemblies with the presence of all Councillors and all members, by person or proxy, however, are to be considered valid.

17) The duties of the Assembly shall include :

a) the approval of the report by the Council of Administration on the Association's activities;

b) the approval of the budget and balance and of the Treasurer's report;

c) the election and renewal of the Council of Administration and the College of Auditors;

d) the deliberations on the Association's activities submitted by the Council of Administration;

e) in case of proposal by the Council of Administration, the nomination to Honorary President, and Honorary Vice-President, of members having particularly contributed in their capacity to the progress of the Association in fulfilling its institutional aims.

f) the alterations of the Statute and the liquidation of the Association.

18) Each member, whatever his category will be, shall be entitled to one vote and may be represented by another member through a written proxy.

The Assembly shall be validly constituted in first convocation with at least half of the total number of members being present or represented; in second convocation whatever the number of present or represented members will be.

Deliberations shall be made on an absolute majority vote of voting members, with the exception of the elections to social offices, for which a relative majority vote shall be sufficient, and of the Articles 28 and 29, requiring a three-quarters majority vote.

The President shall have the faculty to convoke the Assembly, and to submit issues for deliberation, instead of as an actual members meeting, by referendum, through mail or electronic mail.

In this case, deliberations shall be approved on the absolute majority vote of members who shall have answered within 20 days from the reception of the convocation, whatever the number of answering members shall be.

The minutes of Assembly meetings shall be signed by the President and the Secretary.

Council of Administration

19) The Association is managed by a Council of Administration, chosen among the promoter members, elected by the Assembly who are appointed for 5 years. The number of Councillors is determined in 9, to be possibly extended up to 11 by Assembly's deliberation.

In case of vacancy, because of resignation or other causes, of one or more Councillors, the Council of Administration shall proceed to its integration by cooptation (among the promoter members), subject to ratification by the Assembly.

Duties of co-opted members shall expire at the same term as substituted members.

Expiring members can be re-elected.

20) The Council of Administration shall elect, from among its members, a President, a Secretary, a Treasurer and -if deemed as being proper- a Vice-President.

The President, the Vice-President -if elected-, the Secretary and the Treasurer shall constitute the Executive Committee.

All elective offices shall have a duration of 5 years, terminating in any case at the same time as the Council of Administration.

The Honorary President and the Honorary Vice-President -if nominated- do sit ex-officio, with voting right, in the Council of Administration and in the Executive Committee.

21) The Council of Administration shall meet at least once per semester and at any time it could be convoked by the President, upon his own decision or upon request of at least one third of its members.

For its deliberations to be valid, half plus one of the members of the Council of Administration shall be required to be present.

The President shall have the faculty to convoke the Council of Administration, instead of as an actual members meeting, by referendum, through mail or electronic mail. In this case, deliberations shall be approved on the absolute majority vote of members who shall have answered within 10 days from the reception of the convocation, whatever the number of answering members shall be.

The minutes of Council of Administration's meetings shall be signed by the President and by the Secretary.

22) The President (and in his absence the Vice-President if elected) shall have legal representation of the Association and all ordinary and extraordinary powers necessary for carrying out the social aims.

The President shall have the faculty to delegate, in order to perform part of his functions, other members of the Council of Administration; in case of his absence or incapacitation, he shall be substituted by the Vice-President -if elected-, or otherwise by the Secretary.

College of Auditors

23) The College of Auditors shall check the accounts of the Association and report to the Assembly.

It is composed of 3 members, elected by the Assembly upon nomination by the President, chosen among professionals included in the National Registry of Auditors.

They stay on duty for 3 years and can be re-elected.

Committees, Commissions and Working and Study Groups

24) By deliberation of the Council of Administration a Scientific Committee of the Association shall be constituted, every 3 years, on the President's proposal, composed of specialists and experts in different fields of Transfusion Medicine, chosen to adequately represent the European situation of Transfusion Medicine.

In the interest of the best development of the activities of the Association, the President shall see that the Scientific Committee is also composed of persons representing such Institutions as the Council of Europe, the European Union, the World Health Organisation (WHO), the International Society of Blood Transfusion (ISBT) and of Haematology (ISH), and other scientific Societies, Schools and Associations whose contents and aims are similar to the ones of the Association.

On indication (by majority vote) of the Scientific Committee itself, the President of the Association shall nominate a Chair (Chairperson and 2 co-Chairpersons) of the Scientific Committee lasting for its whole triennial duration.

25) Duties of the Scientific Committee (through meetings or correspondence) shall be the general didactic and scientific orientation of the Association, the evaluation of programmes based on the logistic and financial availabilities notified by the Council of Administration, and the evaluation on all the School activities in connection with the scientific and didactic evolution of Transfusion Medicine in the different European countries.

26) By deliberation of the Council of Administration every 4 years, on proposal by the President, an Advisory Committee of the Association shall be constituted, composed of a limited number of scientists of outstanding scientific authority in the different fields of Transfusion Medicine.

Main functions of the Advisory Committee shall be to assist the President and the Council of Administration, through meetings or by correspondence, in the choice of experts to be nominated in the Scientific Committee and in their periodic triennial renewal, and to suggest any useful proposal aiming at the best functioning of the Association and the most satisfactory fulfilment of its social aims.

27) The Council of Administration, on the President's proposal, may decide to nominate an Honour Committee of the Association, and any other Committees, Commissions, Working or Study Groups, each time specifying its purposes and its duration.

28) Alterations of the present Statute shall require a deliberation of the Assembly, on the Administration Council's proposal, with a majority vote of $\frac{3}{4}$ of present or represented members.

29) Dissolution of the Association shall only be decided by the Assembly, specifically convoked to this aim, by a majority vote of $\frac{3}{4}$ of present or represented members.

The Assembly in that case shall designate one or more Commissioners, conferring them the task of the liquidation of the assets of the Association.

Any resulting net assets shall be devolved to European or national non-profit organisations, having similar aims to the ones of the Association.
