



# Statutes and Bylaws for the International Society for Therapeutic Ultrasound

## Article 1. Purpose

The purpose of the International Society for Therapeutic Ultrasound (ISTU), henceforth referred to as the Society, is to promote international development and collaboration in the general field of therapeutic ultrasound including research, development, commercialization, clinical application, education, and standardization.

The means for the Society to fulfill its mission are:

- a. to maintain close contacts with national and regional professional societies and associations as well as other relevant professional organizations and to seek consensus in matters of mutual interest,
- b. to maintain a website containing information about the Society, its Statutes and Bylaws and its membership and affiliations, and on relevant activity in the field of therapeutic ultrasound that is of interest to its members,
- c. to organize and convene the International Symposium on Therapeutic Ultrasound in accordance with the Society's guidelines,
- d. to ensure the timely dissemination of information concerning therapeutic ultrasound through the distribution of symposium proceedings, pamphlets, documents, and other printed or electronic materials.
- e. The Society is organized exclusively for charitable, educational, and scientific purposes under Section 501(c)(3) of the U. S. Internal Revenue Code and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code.

## Article 2. Affiliation

The Society is not affiliated to any international science or engineering bodies.

## Article 3. Membership

The various classes of membership in the Society are as follows:

- a. Standard membership, open to those possessing an interest and some professional background in the general area of therapeutic ultrasound,
- b. Student membership, open to those matriculated in a recognized university or institution of higher learning,
- c. Fellows, a category of membership restricted to those members who have achieved a high level of achievement in the general area of therapeutic ultrasound,

- d. Corporate members, open to companies who have an interest in the development of therapeutic ultrasound technologies, and
- e. Sustaining members, open to those who wish to provide financial support for the maintenance of the Society.

#### **Article 4. Organization**

The work of the International Society on Therapeutic Ultrasound is directed by:

- a. A General Assembly of the members of the Society,
- b. A Board of fifteen members, elected by the members of the Society through an electronic ballot. The Board is formed by a President, a Past-President, a Secretary-General, a Treasurer, and eleven other members. In addition, General Chairs of the past International Symposium on Therapeutic Ultrasound and the upcoming International Symposium on Therapeutic Ultrasound shall act as ex officio members.

#### **Article 5. The Board**

The Board is responsible for the conduct of the Society's business between the meetings of the General Assembly.

The Board shall normally have one regular meeting each year. The Draft Agenda for the regular board meeting is circulated by the Secretary-General at least one month before the meeting. Subjects not on the Draft Agenda may be added at the meeting with the consent of a simple majority of the Board Members present. Quorum requires the presence of at least a majority (>50%) of the Board Members.

All Board Members, with the exception of the Past-President, The Secretary-General and the Treasurer, are elected by electronic ballot of the members of the Society, and as a rule their term of office is for three years.

A President-elect is elected for one term of one year with a start date to coincide with the beginning of the 3<sup>rd</sup> year of the current President's term. The election of the "President-elect" will occur prior to the Annual ISTU Symposium, which will occur at the end of the 2<sup>nd</sup> year of the current President's term. The President-elect will then fully assume the position of President of the Society at the conclusion of the ISTU Symposium at the end of the 3<sup>rd</sup> year of the current President's term. The President-elect will have voting privileges on the Board. The term for President of the Society is for 3 years. The Secretary-General and the Treasurer will be appointed by the President, with the advice and consent of the Board. If either is unable to continue his duty for the appointed term, the President will, with the concurrence of the majority of the Board, appoint a substitute.

In exceptional circumstances and with the agreement of the Board, the President may be re-elected for one additional term.

The Board may fill vacancies occurring in its membership during the interval period between General Assembly meetings.

The Board may also elect Associate Board Members for liaison with scientific societies and other organizations concerned with the purpose of article 1 and 2 above. Such liaison elections should be done in consultation with the organization concerned.

Associate and ex officio Board Members are not entitled to vote at the Board meetings.

#### **Article 6. Finance**

The Society shall generate funding for its operations in the following ways:

- a. Through the payment of annual dues by its members. The amount of the annual dues for its various member classes shall be set by the Board and can be changed only by a majority vote of the members of the Board,
- b. Through an allocation of the registration fees from the International Symposium. In order for a site to be selected for a symposium, the Chair of this symposium must agree in writing to allocate an amount of the registration fee for use by the Society equal to the annual operating cost of the society. Should the finances of the symposium be such that a profit is realized, then these funds should also go to the Society. If the symposium is organized by a local society, any profit or loss from the symposium can be shared by ISTU and the local organization in a proportion agreed to prior to the symposium.
- c. No part of the income of the Society shall inure to the benefit of any member, trustee, director, or officer, and no member, trustee, director, or officer shall be entitled to share in the distribution of any of ISTU's assets on dissolution of the Society.

#### **Article 7. Election of Officers and Members of the Board**

The Officers of the Society shall be the President, the Secretary-General and the Treasurer. These positions shall be filled through the following procedure:

- a. The President of the Board shall appoint annually a Nomination Committee of three members who shall report to the Board a slate of candidates for election to the Board. On a triennial basis, they shall also report to the Board a slate of candidates for election of a President-elect. The President-elect position is for a one year term. Following the one year term the President-elect will automatically become the President of the Society at the end of the International Symposium.
- b. With certain exceptions, outlined in section 7.e below, there should be two candidates for President-elect, and these candidates should normally have served on the Board or have chaired an International Symposium.
- c. The Secretary-General and the Treasurer will be appointed by the President, with the advice and consent of the Board.
- d. The members of the Board shall serve for a term of 3 years, and can be re-elected, although not to successive terms. Each year, five new Board members are to be elected. The Board should represent the diverse membership of the Society. In order to ensure a broad representation, the Nominating Committee shall recommend candidates for the Board in the following categories:

- i. Industry (one to be elected each year)—a category that broadly represents those who are working in the development of commercial products in therapeutic ultrasound,
- ii. Clinical (one to be elected each year) – a category that broadly represents those who are using therapeutic ultrasound products in their clinical practice,
- iii. Academic (One to be elected each year)—a category that broadly represents those who perform basic research in an academic institution,
- iv. At large (two to be elected each year)—a category that broadly represents the diverse membership of the Society.

e. Any member who presents a petition signed by 20 members of the Society can add additional candidates to the slates approved by the Board and announced at least 3 months before the scheduled election.

f. The election of the President-elect and members of the Board will occur through an electronic ballot available to all members of the Society. The ballots, containing the full slate of candidates, shall be emailed to all members in good status by the Secretary-General at least 2 months before the scheduled election, and shall be returned by a deadline imposed by the Secretary-General.

g. Ex officio members include the following:

- i. Immediate past-president of ISTU (3-year term)

- ii. Chair of the local organizing committee of an ISTU Symposium (term begins immediately at the end of the ISTU Symposium that was chaired for a 3-year term). If there are multiple chairs of a local organizing committee, the board will select one member of the local organizing committee to be invited to serve as an ex officio member.

### **Article 8. General Assembly**

The General Assembly of the ISTU will usually meet in connection with the International Symposium on Therapeutic Ultrasound. The following business will be carried out at these General Assemblies:

- a. Approval of changes to the Statutes and Bylaws of the Society,
- b. Any other business deemed relevant by the Society Officers.

### **Article 9. Alterations of the Statutes and Bylaws**

Alterations in the Statutes and Bylaws may be proposed by a petition from at least 20 members of the Society, or by the Board of the Society. Such proposals must be received by the Secretary-General of the Society at least three months before the date of the General Assembly.

Amendments or modifications may be adopted only by the General Assembly by a two-thirds majority of the votes of the Members.

### **Article 10. Rules and Codes of Practice**

The Board may adopt Statutes and Bylaws for the conduct of business, specify the powers of the Board and determine procedures for dealing with matters not specifically laid down in these Statutes and Bylaws. Such Statutes and Bylaws and codes of practice may not contravene the Statutes and Bylaws of the Society.

The text of any statutes and bylaws or code of practice applicable at any time shall be available to members on the website of the Society.

#### **Article 11. Dissolution**

In the event of the dissolution of the Society, all of the remaining assets shall be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code.

*Adopted by the Board of the International Society for Therapeutic Ultrasound (ISTU) in Barcelona, 12 June 2019.*

*Approved by the ISTU General Assembly in Barcelona, 13 June 2019 to be effective from that date.*