

ARTICLES OF ASSOCIATION
for
The Scandinavian Society of Anaesthesiology
and Intensive Care Medicine

§ 1 Name

The Society's name is The Scandinavian Society of Anaesthesiology and Intensive Care Medicine ("The Society"). The name is abbreviated SSAI.

§ 2 Domain, Domicile and Language

The domain of The Society is the Scandinavian countries, i.e. Denmark, Finland, Iceland, Norway and Sweden.

The domicile of The Society is in the country in which The President of The Society resides.

The official language of The Society is English.

§ 3 Objects

The objects of The Society are:

- To utilise the joint forces and concerted actions of the confederate Scandinavian national societies of anaesthesiology,
- To promote and encourage the academic and clinical development of the medical speciality anaesthesiology and intensive care medicine, and
- To achieve and maintain a high quality level and an outstanding professional standard of the speciality in the Scandinavian countries based on scientific methods and sound evidence.

§ 4 National Societies

The confederate national societies of anaesthesiology ("The National Societies") are:

- The Danish Society of Anaesthesiology and Intensive Care Medicine,
- The Finnish Society of Anaesthesiologists,
- The Icelandic Society of Anaesthesiology and Intensive Care Medicine,
- The Norwegian Society of Anaesthesiology, and
- The Swedish Society of Anaesthesia and Intensive Care.

§ 5 Aims

The aims of The Society are:

- To safeguard the professional interests of the medical speciality anaesthesiology and intensive care medicine and its practitioners in the Scandinavian countries,
- To be a forum in Scandinavia for scientific discussions and co-operation and to encourage exchange of ideas in the fields of anaesthesia, intensive care medicine, pain therapy, emergency medicine and pre-hospital care,
- To work for scientific development and progress of the speciality and to support and promote experimental and clinical research in the above mentioned fields of interest and to facilitate the presentation and publication of the results,
- To promote continuing medical education and training and provide the prerequisites for organisation of postgraduate courses and clinical training programmes in order to improve the qualifications of Scandinavian anaesthesiologists and intensive care physicians, and
- To prepare proposals for joint Scandinavian quality standards and evidence based recommendations and guidelines for good clinical practice.

§ 6 Activities

The key activities of The Society are:

- Continuing medical education and training manifested in postgraduate courses, seminars, symposia and clinical exchange programmes,
- Preparation of joint Scandinavian quality assurance programmes, standards and recommendations,
- The publication of the international scientific journal *Acta Anaesthesiologica Scandinavica* ("ACTA"), and
- The organisation and arrangement of an international scientific congress every second year in rotation among the member countries.

§ 7 Members

As members of The Society can be admitted:

Full members

Full members of The National Societies are automatically full members ("Full Members") of The Society. Full membership of more than one National Society only admits to single membership of The Society.

The membership continues as long as the full membership of The National Society continues. A Full Member cannot resign from The Society without resigning simultaneously from the member's National Society.

Resignation or expulsion can only take place on a national level in accordance with the rules in force for the relevant National Society.

Associate members

Other persons or organisations with a special interests in the objects, aims and activities of The Society can be admitted as associate members ("Associate Members"). Written application for associate membership shall be addressed to The Board, who decides on admission.

Honorary members

The General Assembly can appoint honorary members ("Honorary Members") on the recommendation of The Board as an appreciation of exceptional achievements within the scope of the speciality or extraordinary efforts contributing greatly to the development of The Society.

Full Members as well as Associate and Honorary Members receive ACTA.

The National Societies report to The Society and the publisher of ACTA on changes in membership, addresses etc

§ 8 Membership Fee

The membership fee including the subscription fee for ACTA, is decided by The General Assembly on the recommendation of The Board. The fee is paid as part of and together with the membership fee to The National Societies.

Members under basic education and training receive ACTA at a reduced subscription fee, as agreed by The Board and The Acta Anaesthesiologica Scandinavica Foundation ("The Foundation").*

* The Society has entrusted the publication of ACTA to The ACTA Foundation, cf. § 21 below. The Charter of The Foundation was signed in Reykjavik 15th June 1995 ("Fundats for Acta Anaesthesiologica Scandinavica Fonden"). The objects of The Foundatin are to promote the scientific development of anaesthesiology in the Scandinavian countries, to support the collaboration among Scandinavian anaesthesiologists and to publish ACTA. The governing body of The Foundation is a board of directors consisting of 7 members, of which 5 are national representatives appointed among the members of The Board of SSAI, while 2 are ex-officio members.

Retired members are entitled to a reduced membership fee stipulated by The Board, and receive ACTA at a reduced subscription fee as agreed by The Board and The Foundation.

The Board may decide that Associate Members, in particular organisations, shall pay higher membership fees than the ordinary fee decided by The General Assembly.

Members who are Full Members of more than one National Society shall only pay a single membership fee to The Society.

Arrears with the payment of membership fee are treated in accordance with the rules in force of the relevant National Society.

§ 9 The General Assembly

The General Assembly is held biennially in connection with the congress and has the final authority of The Society.

The General Assembly is open to all members of The Society. The General Assembly takes place according to an agenda laid down in § 10 of these articles.

At The General Assembly proposals are put to the vote, and there will be an opportunity to ask questions or raise matters for discussion.

The General Assembly is called by announcement on the Internet home page of The Society with at least a months notice. Proposals for the agenda should be with The Secretary-General at least six weeks before The General Assembly.

§ 10 Agenda

The agenda of The General Assembly shall comprise the following matters:

1. Election of a chairman of the meeting.
2. A report by The Board on matters and activities since the last general assembly and on plans for the future.
3. A report by The ACTA Committee on matters, activities and plans concerning the editing, publishing and managing of ACTA.
4. A report by The Educational Committee on matters, activities and plans concerning education and training.
5. A report by The Clinical Practice Committee on matters, activities and plans concerning quality standards, recommendations and clinical guidelines.

6. Reports by any other permanent or ad hoc Committees or expert working parties appointed by The Board on matters, activities and plans within their specific terms of reference.
7. A report by The Foundation on matters, activities and economic affairs within the scope of authority determined by the charter of The Foundation.
8. Submission of the annual audited accounts for the last two financial years for approval.
9. Submission of a budget for the next two years for approval.
10. Decision on membership fee based on the recommendation of The Board.
11. Election of members of The Board.
12. Election of auditor.
13. Proposals, if any, from The Board or members.
14. Any other business.

The reports by The Board, The Committees and The Foundation, and the accounts, the budget, the agenda for The General Assembly and any proposals shall be set down in writing and shall be made easily accessible to the members by publication on the Internet home page of The Society, or as an advertisement or newsletter accompanying ACTA, or in any other way at least one month before The General Assembly. The documents shall also be available to the members at The General Assembly.

§ 11 Voting

At The General Assembly the Full Members have one vote and are eligible for The Board. Associate Members and Honorary Members (unless also Full Members) have no voting powers and are not eligible for the Board.

Voting can take place by proxy according to a written power of attorney. Each member may, however, only hold 5 powers of attorney.

All members have the right to speak at The General Assembly.

§ 12 Majority

At The General Assembly all decisions shall be passed by a simple majority of votes unless otherwise provided for in these Articles of Association.

If there is more than one candidate for a post, a poll must be taken.

§ 13 Amendment of Articles

A change in articles have to be adopted by two ordinary General Assembly which both have been announced in due time.

If there is a majority for the amendment, the proposal shall be put to vote at the next General Assembly.

If all the boards of The National Societies agree, an extraordinary general assembly shall be summoned with at least two months' notice.

§ 14 The Board

The board of directors ("The Board") is responsible for the management of The Society.

The Board consists of 15 members. Four members are elected by The General Assembly, 10 members are appointed by The National Societies, and 1 member is appointed by The Board. The members elected by The General Assembly shall to the greatest possible extent rotate among the member countries.

• The General Assembly elects:

The President

The President is the chief executive officer of The Society. The President is authorized to act and negotiate on behalf of The Society. Within a framework decided by The Board, The President has the responsibility for the strategies, policies, activities and economic affairs of The Society.

The Secretary-General

Within a framework decided by The Board, The Secretary-General has the daily responsibility for the administration and management of The Society. In the event of longer lasting absence of The President, The Secretary-General assumes the responsibility of The President until The President returns or until a new president can be elected by The General Assembly.

The Treasurer

Within a framework decided by The Board, The Treasurer has the daily responsibility for the economic affairs and financial policy of The Society. The Treasurer co-operates with The Foundation and is an ex-officio member of the board of The Foundation.

The Editor-in-Chief of Acta Anaesthesiologica Scandinavica

The Editor-in-Chief has the legal responsibility for the editing and managing of ACTA. The Editor-in-Chief is an ex-officio member of the board of The Foundation.

• The National Society of each of the member countries nominates:

Two national representatives for The Board

The chairperson of The National Society is an ex-officio member. The National Society elects a national

representative among its Full Members according to the respective rules in force.

• **The Board appoints:**

The Chairperson of the next congress

Within a framework decided by The Board, The Chairperson is responsible for the organisation, arrangement and economic affairs in relation to the next international, scientific congress.

The Chairperson of the next congress is appointed by The Board two years before the congress for a period of two years. The decision about appointment shall be taken by The Board in charge at the time in question four years before the congress on the recommendation of The National Society in the country due to host the congress. The recommendation should be based on the personal characteristics, professional quality and energy of the potential candidates taking into consideration the rotational order of location of the congress.

Electoral periods

The President, The Secretary-General and The Treasurer are elected for a four-year period. Re-election can take place once for a period of two years. It is the intention that The President, The Secretary-General and The Treasurer should not retire from The Board at the same time.

The Editor-in-Chief is elected for a period of six years and can be re-elected for periods of two years.

The electoral period for the national representatives is settled by the respective national societies.

Order of business

The Board forms a quorum when The President or The Secretary and seven other members of The Board are present. The President is The Chairperson of The Board and is responsible for the holding of regular board meetings at least once a year. In the event of The President's absence The Secretary-General will chair the meetings.

§ 15 Authority

The Society shall be legally bound by the signatures of The President or The Secretary-General, both jointly with a member of the Board.

The Board can authorise persons to sign for The Society by procuration jointly with a member of The Board.

§ 16 Committees

The Society has 5 permanent committees ("The Committees"). The Board can establish further permanent Committees. The Committees attend to specified fields of activities with reference to The

Board.

The Educational Committee

The Educational Committee has a remit in matters concerning education and training, works out proposals for the strategies and policies of The Society in the educational field and is responsible for the practical organisation and management of educational initiatives such as postgraduate courses and symposia, clinical training programmes etc.

The Committee has 6 members and consists of The President and one member from each of the member countries. The National Societies appoint the member. The chairperson of The Committee is appointed by The Board. The electoral period is four years. Re-election can take place for periods of two years.

The Clinical Practise Committee

The Clinical Practice Committee works out proposals for joint Scandinavian quality standards within the fields of interest and establishes evidence based recommendations and guidelines for good clinical practice. The Committee takes initiatives for implementation of the recommendations and guidelines through publication in ACTA and by approaching the responsible authorities in the different member countries in collaboration with The National Societies.

The Committee has 6 members and consists of The Secretary-General and one member from each of the member countries. These members are nominated of the boards of The National Societies. The chairperson of The Committee is appointed by The Board. The electoral period is four years. Re-election can take place for periods of two years.

The Research Committee

The Research Committee promotes the scientific co-operation and network between the member countries. The committee handles applications for SSAI research grants with a priority to clinical, epidemiological and educational projects (in all aspects of the speciality) involving more than one of the member countries. The Committee has 6 members and consists of the Acta Editor in Chief and one member from each of the member countries. The boards of the National Societies nominate the members. The Board appoints the chairperson of the Research Committee. The electoral period is four years. Re-election can take place for periods of two years.

The Election Committee

The Election Committee elicits one candidate for each vacancies on The Board as President, Secretary-General and Treasurer no later than six months before The General Assembly, taking into consideration that the members of The Board elected by The General Assembly to the greatest possible extent shall rotate among the member countries, cf. § 14, section 2, above.

The Committee has 6 members and consists of the past chairperson of the congress, who shall serve as chair, and the past chairpersons of each of The National Societies.

Ad hoc Committees and Expert Panels

When appropriate The Board of The Society can appoint ad hoc Committees or expert working parties or panels in order to work out proposals or recommendations according to a specified temporary mandate.

§ 17 Economic Affairs

The income and assets of The Society shall be used to finance and support the objects, aims and activities of The Society, including the subscription of ACTA and the congresses.

The Society shall consolidate its equity to a reasonable level in order to be able to cover any future losses.

Profits can with the approval of The General Assembly be transferred to the Acta Anaesthesiologica Scandinavica Foundation to increase the capital of The Foundation.

The Board shall establish a bank account with a well-reputed bank to hold all cash assets of The Society. Any investment in securities can only take place with the approval of The Board of The Society.

§ 18 Budget

The Board shall make a budget for the approval of each General Assembly to cover budgeted income and expenditures over the next two years.

§ 19 Annual Accounts

The annual accounts shall present truly and fairly the assets and liabilities and the economic state of affairs of The Society and the result of its activities.

§ 20 Auditor

A chartered public accountant elected by The General Assembly for two years shall audit the annual accounts. The auditor can be re-elected.

§ 21 Publication of ACTA

The Society has entrusted the publication of Acta Anaesthesiologica Scandinavica to The Acta Anaesthesiologica Scandinavica Foundation on specified terms. The right to publish the journal remains with The Society.

§ 22 Dissolution

Dissolution of The Society can only take place by a joint decision of all The National Societies. Such a

decision shall be approved by the general assemblies of each of The National Societies.

In the event of dissolution the assets of The Society are divided among The National Societies proportionally to the number of Full Members in each country at the time of dissolution.

The Acta Anaesthesiologica Scandinavica Foundation is not affected by the dissolution and the right to publish Acta Anaesthesiologica Scandinavica is then entrusted freely to The Foundation as at the date of dissolution.

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Adopted by The Constituent General Assembly in Oslo 25th August 1950. Changes adopted by The General Assembly in Stockholm 9th August 1952, in Copenhagen 12th June 1954, in Gausdal 6th September 1958, in Copenhagen 13th August 1966, in Lund 25th June 1971, in Uppsala 2nd July 1977, in Trondheim 27th June 1991, in Kuopio 1st July 1993, in Reykjavik 15th June 1995, in Aarhus 10th June 1999, and in Helsinki 19th August 2003, Gothenburg 2007 (and Odense 2009?)