



International Society for Gender Medicine (IGM)

Bylaws

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ARTICLE I . Name and Legal Status

The name of this society shall be the **International Society for Gender Medicine (IGM)**, a nonprofit professional or national association. English is the primary language of the organization. The registered offices of IGM shall be established from time to time at the town of residence of the elected president of the society.

ARTICLE II . Objectives

The specific purpose of the society is to establish and develop gender medicine in an international context by promoting gender –specific research in basic sciences, clinical medicine and public health. This is based on the insight, that the two sexes may have different experiences of the same disease: they may present with different symptoms, respond differently to therapy and tolerate/cope with the disease differently. The pathophysiology of disease may also vary as a function of genetics, epidemiology and biological sex/gender. Therefore, the society will aim to:

1. advance the understanding of sex/gender differences by bringing together scientists and clinicians of diverse backgrounds;
2. strive to implement gender in the medical curriculum, prepare and allocate gender-specific learning materials, curricula and gender trainings for instructors
3. promote gender-specific public health issues such as information for persons, institutions and organizations in the area of gender medicine
4. facilitate interdisciplinary research on sex/gender differences in basic and clinical frameworks
5. encourage the application of new knowledge of sex/gender differences to improve health and health care
6. cooperate with other professional or national and international societies of gender medicine and similar scientific organizations
7. encourage and support the creation of professional or national organizations dedicated to the promotion of sex/gender medicine GM
8. encourage and support international cooperation, collaboration and education among professionals working in the field sex/gender medicine.
9. organize international meetings and congresses on relevant topics
10. publish position papers and guidelines in credible scientific journals and textbooks

ARTICLE III: Powers

The society shall have the right :

1. to represent its members
2. to cooperate with other bodies, associations or groups having objectives similar to or supporting those of IGM .
3. to conduct meetings worldwide

4. to open and maintain bank accounts
5. to receive and give grants to fulfill the objectives of IGM

ARTICLE IV: Membership

The IGM is an international society and acts as an umbrella organization for professional and national societies and individuals who are not members of such societies.

1. All members of IGM, either as individuals or as members of professional or national societies are considered general members unless stated differently.
2. **General members** are individuals who have a terminal degree(s) (e.g. Ph.D., M.D., D.V.M., M.P.H.), who have demonstrated an interest in the study of sex/gender differences (including involvement in related areas such as education, training and research) and who are wishing to subscribe to the objectives of IGM according to Article II. General members have all membership right as set forth below excluding individual voting rights. General members have the right to elect delegates with voting rights as set forth below.
3. **Professional or National member societies** are associations with an interest in Gender Medicine. These associations should have regulations (statutes, bylaws, standing rules) indicating the objectives of their association and a representative board. Professional and National member societies shall be represented by delegates with voting privileges as set forth below. Members in good standing of professional or National societies are considered general members of IGM.
4. **Associate Membership** is open to any person interested in the study of sex/gender differences who does not meet the conditions for general membership. Associate members have all membership right as set forth below excluding individual and delegative voting rights.
5. **Honorary members** are individuals who do not need to be members of IGM, who have been nominated in writing by a member of IGM and whose nomination has been supported by a majority of the board and approved by the general assembly. The nomination proposal has to be addressed to the board to include appropriate justification as to the outstanding contributions of the nominee to the promotion of medicine in general and gender medicine in particular. The Board will vote on these proposals and if accepted will submit a proposal to the general assembly. Honorary members shall be exempt from paying membership fees and from paying registration fees at scientific meetings.

1. Application for Membership

1.1. General members

1. Any individual who conforms to article 2 and article IV shall be eligible for membership without relation to gender, sex, race, language, religion, politics, or country of origin.
2. Applications for general membership shall be addressed in writing to the Secretary of IGM stating the applicant's status in relation to Article IV, Section 1.2, his or her intention to join IGM, to approve, support and in no way undermine the objectives of IGM.

3. It is the Secretary's responsibility to approve the application according to the bylaws in due time and if in doubt, consult with the Board for a final decision.
4. Where the application is rejected, the applicant may appeal to the Board at which stage s/he should provide supporting evidence or documentation .
5. Members of professional societies which are members of IGM need not apply for additional membership in IGM.
6. General members who do not belong to a professional or national society will have one vote each at the General Assembly. There will be no proxy vote allowed.
7. General members will pay membership fees either to their professional or national societies or directly to IGM in such form and within such time limits as decided by the Committee.

1.2. Professional or national Societies

1. Professional or national societies applying for membership shall submit a copy of their constitution, bylaws, statutes and a complete membership roster. They shall also provide information on procedures to elect delegates for the general assembly.
2. Applications from professional or national societies shall be addressed in writing to the Secretary of IGM. It is the Secretary's responsibility to approve the application according to the bylaws in due time and if in doubt, consult with the Committee for a final decision. Upon final and written approval, professional or national societies shall become member societies effective immediately.
3. Where the application is rejected, the society may appeal to the Board at which stage it should provide supporting evidence/documentation .
4. After approval of membership, all members of good standing of the membership society shall be considered general members of IGM and they shall have all the rights and privileges of general membership.
5. Member societies are required to notify IGM in due time of any changes in their membership roster and present to IGM updated membership rosters on an annual basis.
6. Member societies will pay dues in such form and within such time limits as decided by the Board.
7. Member societies must have a minimum of twenty five members to qualify for a Delegate representative . They shall have one voting delegate for each complete block of twenty five members but no professional or national member society shall have more than 8 delegates.
8. The Board can give special consideration for small societies (< 10 members) related to the election of their Delegates and their term of office.
9. At least 14 days before a general assembly, member societies shall submit to the Board the names of their delegates.
10. Proxy: At any general assembly, a Delegate elected by a professional or national member society is entitled to vote by proxy provided that the replacing delegate is affirmed in writing by an officer of his professional or national society at least 14 days in advance. No proxy shall be valid after one month from the date of its execution unless otherwise provided in the proxy.

2. Membership rights

All members of IGM will have the following rights:

1. Participation at the general assembly
2. Participation at scientific meetings at reduced registration rates, as published from time to time
3. Subscription at a reduced rate to the official scientific publication which is defined from time to time by IGM
4. To be included in the general mailing list and to receive updates from time to time
5. To submit nominations for membership and committees including for the Board
6. To serve on various committees
7. The right to elect delegates as stipulated in article IV

3. Membership fees:

1. The Board shall determine from time to time the amount of membership fees payable to the organization by members of each category and shall give appropriate notice to the membership.
2. Each general member and each society will pay membership fees which shall be payable in the month of each year in which a statement is received by each member organization.
3. Changes in the amount of membership fees have to be approved by the GA
4. General members who are not members of professional or national societies will pay an annual fee to IGM as determined from time to time by the Board and ratified by the general assembly.
5. General members who are members in good standing in a professional or national member society shall pay their fees to that society and not to IGM, provided that the respective societies have provided IGM with the appropriate membership information and are in good standing.
6. Professional or national societies will pay an annual fee which is calculated on a per capita basis of its regular members.
7. When any member of any category is in default in the payment of dues for a period of 12 months from the beginning of the period for which such dues became payable, the membership may thereupon be terminated by the Board as provided herein above .

4. Termination of Membership

Membership shall be terminated by :

1. Notice of resignation.
2. Failure to pay membership fees for more than 2 years.
3. The dissolution of a membership society.
4. Expulsion, voted by two-thirds (2/3) majority of the Board .
5. Appeal process: Where membership is terminated, the member concerned shall have the right to lodge an appeal against the decision with the Board .

ARTICLE V: Bodies of IGM

1. General Assembly

The general assembly (GA) is the supreme body of IGM and will convene at least every two years and usually on occasion of the international congress. The agenda of the meeting will be distributed to all general members at least two weeks days prior to the meeting. Topics which are not included in the agenda may be discussed during the GA but no vote can be made related to these unless the general assembly decides by majority vote to permit voting on these items. The GA shall be deemed legal if at least 50% of the votes represented by the delegates or their proxies are present. If at the time of opening of the GA this quorum has not been met, then the GA will be postponed for up to 1 hour . At that time the GA shall be deemed legal disregarding the number of participating delegates. The president of IGM will preside at the GA. In his/her absence, the secretary will preside. The secretary will also take minutes. The general assembly is open to all general members but only delegates and direct members have voting rights. In case that for technical reasons a general assembly cannot be conducted, then the agenda will be distributed again by mail to IGM members and voting procedures will be conducted electronically or by e-mail.

The general assembly will vote on the:

1. Approval of the report of the Board presented by the president or the secretary
2. Approval of the financial report presented by the treasurer and auditor
3. Appointment of the Board or replacements of individual members thereof.
4. Approval of honorary members
5. Adjustment of membership fees
6. Decisions on the venue of the subsequent international congress
7. Addition to agenda of items for voting which have not been announced in due time.
8. All matters on the agenda which require voting

All decisions will be made by simple majority except for amendments and changes to the bylaws or impeachment of the Board. These require a 75% majority vote. **All decisions, votes and elections performed at the GA shall become effective immediately following the conclusion of the GA meeting.**

1.1. Extraordinary General Assembly

An extraordinary GA may be called by:

1. the Board after majority vote
2. by initiative of at least 30% of delegates

Once an extraordinary GA has been duly called, the Board shall convene the GA within 60 day at a location and time determined by the Board or will be performed electronically including e-mail. The agenda will be sent to all members not later than 30 days before the assembly.

2. Board:

1. The Board shall exercise the widest powers for the management of the affairs of IGM . For this purpose it shall fulfill the following tasks :
 - i.promote the goals and aims of the society
 - ii.implement and carry out the decisions of the delegates and the general assembly
 - iii.conduct the business of the society and represent the society
 - iv.be entitled to sign documents and contracts on behalf of the society
 - v.be entitled to hire and fire staff for work for the society
 - vi. be entitled to delegate certain powers to other individuals except the right to sign on contracts and official documents and financial instruments such as checks and money transfers
 - vii.organize the meetings and congresses of the IGM
 - viii.coordinate scientific and educational activities.
 - ix.whenever deemed necessary, appoint committees with specific tasks.
 - x.otherwise act for and on behalf of IGM .
 2. The Board shall have **seven** members and its officers shall be President, Secretary, Treasurer **and ex-officio members including the Immediate Past President, representatives of professional societies who are not represented on the board** and additional members who shall be elected amongst the members of IGM.
 3. All members of the Board must be general members of IGM. **If the immediate past president has already served for two consecutive periods of two years, s/he may serve on the new board for an additional term but without voting rights**
 4. Intentionally empty
 5. The Board may decide to include additional IGM members as associate board members These shall, however, have no voting rights on the Board.
 6. Representatives of professional or national societies who are formal members of IGM and have at least **25** members shall serve as ex officio board members **without voting rights. They will be nominated by their respective societies and the limitations for terms shall not apply.**
 7. Each officer shall serve for two(2) years or for the time period between two International Meetings organized by IGM, whatever comes **last** and may be re-elected for one additional term only.
 8. Intentionally left open
 9. No officer of IGM shall receive any remuneration for his/her services. Officers shall, however, be entitled to reimbursement of reasonable out of pocket expenses which must be approved in advance by the treasurer or the president of the society. Such expenses, including travel, shall be reimbursed against appropriate invoices.
 10. Premature vacancies for any office because of death, resignation, removal, disqualification, or otherwise shall be filled for the unexpired term by nomination of an associate board member, who shall be elected by the regular board members or by the individual who received most votes from the non-elected candidates and who agrees to fill said vacancy. If the vacancy relates to the president, secretary or treasurer , then the board shall determine which acting officer shall assume the respective office until the next election. During the General Assembly following these changes, formal approval shall be obtained.
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11. Vote of No Confidence: In the event of a vote of no confidence by not less than a 2/3 majority of delegates at a general assembly or special meeting, the entire Board shall resign and eligible members may present themselves for re-election.
12. Bank Accounts: The Board may authorize the opening of any checking, savings, investment, or other accounts for the IGM and may authorize the withdrawal of funds from any such account. The Chair, Secretary, and Treasurer may sign checks, drafts, or similar documents of the IGM without countersignature to expend funds for properly authorized obligations of the IGM of less than € 500.- To expend funds in excess of € 500.- the signatures of the Treasurer and either the Chair or Vice Chair is required.

2.2. Meetings of the Board

1. The Board shall meet in person or by means of conference calls at least once yearly and whenever it is convened by the president or at the request of at least three of its members.
2. Meetings of the Board shall be legal if at least 50 % of the members are participating.
3. Teleconferences can be conducted in lieu of personal meetings. In such cases, voting shall be confirmed by mail or e-mail.
4. If a vote at a meeting of the Board comes to a tie, then the president shall be given 2 votes
5. Any member of the Board who did not participate in 3 duly announced meetings shall be deemed as if he/she has resigned from office.
6. The secretary will take minutes of each meeting

3. Officers

3.1. President:

1. The president shall be the chief officer of IGM and shall preside at all meetings of the Board and at the general assembly .
2. S/he shall be responsible for executing policies determined by the General Assembly, and shall act as principal spokesperson of IGM .
3. S/he shall be responsible for the appointment and direction of committees authorized by the Board, of which s/he shall be an ex officio member without vote .
4. Whenever the president is unable to fulfill his/her duties, these duties shall be borne by the secretary or any other member of the Board, as determined by the president.
5. The Board may decide that the office of treasurer/ or secretary shall be held by the president.

3.2. Secretary:

1. The Secretary shall be responsible for preparing the agenda and keeping minutes of all the meetings of the Board and the Delegates and General Assembly .
2. S/he shall maintain the records of IGM .
3. S/h will be responsible for preparation and distribution of the management report of the IGM to be presented at every general assembly

3.3. Treasurer:

1. The Treasurer shall have custody of all funds and assets of the IGM and shall keep all accounts and financial records.
2. S/he shall be responsible for the collection of membership fees and receiving of any other monies.
3. S/he shall keep full and accurate account of receipts and disbursements of funds belonging to IGM and shall deposit all monies and other valuable effects in the name and to the credit of IGM, in such depositories as may be designated by the Board.
4. S/he shall also disburse the funds of the IGM as ordered by the Board and render to the General Membership at its regular meetings or to the Board when it so requires, an account of the financial condition of IGM.
5. S/he shall draw up an annual financial report and budget and present at the general assembly.

3.4. Immediate Past President:

The Immediate Past Chair shall support all Officers of the Board in their duties **but shall have no voting rights**

4. Committees

1. The Board may establish standing and ad hoc committees as deemed necessary for the proper promotion of the IGM's mission.
2. The Board shall periodically assess the activities and need for each committee, and the Board may disband any committees that it deems no longer necessary for the IGM's goals.
3. Members of all committees shall be appointed by the Board.
4. Members of all committees shall be general members in good standing.
5. Committee Chairs: The Chair of any committee shall be appointed by the President, in consultation with the Board, and shall submit an annual report on the activities of the committee, in person and/or in writing to the Board at the meeting held during the General Assembly.
6. Meetings of committees may be conducted by phone, mail or –e-mail and need to be documented.

4.1. Nominating Committee (NC) for the Board

1. The Nominating Committee will consist of 3 general members who shall not be candidates for election for office at the Board and who preferably reside in different countries.
2. Members of the NC shall be appointed by the Board and serve until the GA following the appointment.
3. The mandate of the NC shall be to receive proposal for office, to assess the eligibility of nominees, to obtain their advance consent and to propose a list of recommended nominees to the Board for approval not later than 14 days before the general assembly.

4.2. Auditing committee (AC)

1. **The board may decide from time to time to establish an auditing committee consisting of three general members of the society.**
2. **The mandate of the auditing committee will be to assure that finances of the society are in good order**
3. The chair of the auditing committee will present its conclusion at the general assembly
4. The GA may choose to employ a public accountant in lieu of an auditing committee.

ARTICLE VI: Election procedures:

Election of Officers and delegates

1. The Nominating Committee shall solicit members for suggestions of nominees for vacancies on the Board at least three (3) months in advance of the next regular election .
2. Nominees for all vacancies on the Board shall be chosen from among the General Members of the IGM. **Nominees should have been members of IGM for at least 1 year prior to election.**
3. The Nominating Committee shall present the list of candidates to the Board for approval and at least **14** days before the meeting of the general assembly thereafter to the members of IGM. The presentation of candidates will be by e-mail or postal mail and will include a short resume, photograph of the candidate and may also include a short personal statement made by the candidate.
4. At the general assembly, **candidates are encouraged to be present but are not required to do so.** All candidates will be presented by the chair of the nomination committee.
5. The president of the society and the board members will be elected on separate ballots. A candidate may be nominated on both, the presidential ballot and on the ballot for additional members of the Board simultaneously. If on simultaneous candidacy, a candidate is elected for presidency than his candidacy for the board is deemed void.
6. **In order to be elected to the board, a candidate needs to receive at least 50 votes at the GA.**
7. After the election procedure, the secretary and treasurer of the Board will be elected by the members of the Board and from amongst them. The member with the highest number of votes shall have the right of first refusal for the office of secretary and the member with the next highest number of votes shall have the right of first refusal for the office of treasurer.
8. Elections shall be by simple majority using voting cards which will be prepared and distributed to voting members and delegates in due time by the nomination committee. The election will be conducted by written ballot. The nomination committee will prepare the necessary infrastructure in due time.

ARTICLE VII. General Provisions

1. Books and Records

The IGM shall keep a updated list of its members, the members of professional or national member societies, minutes of the proceedings meetings of the general assembly and of the Board and of committees having and exercising any of the authorities of the Board. All books and records of IGM may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time .

2. Finances

All income, including membership fees, proceeds from donations, sale of intellectual property, surplus from the organization of meetings and congresses and other income shall be used for the implementation of the goals of IGM as outlined in article II and V.2, and for reasonable office and legal expenses. These include reimbursement for reasonable expenses of board members incurred for IGM related activities, included travel.

3. Fiscal Year

The fiscal year of IGM shall begin on the first day of January of each year and end at midnight on the thirty first day of December of the same year .

ARTICLE VIII. Amendment of the Bylaws

1. Alterations or amendments of bylaws may be proposed by any general member. Such proposals need to have the support of at least three (3) voting members of the Board before they are brought before the GA for final approval. In cases of urgency the Board may decide to act upon certain amendments even before formal affirmation at the GA.
2. The bylaws may be altered, amended, or repealed by the majority of the delegates and direct members at a general assembly

ARTICLE IX. Liquidation of IGM

In the event that the liquidation of IGM 's affairs and property has been voted by a two-thirds (2/3) majority of the Delegates at a special meeting called for that purpose, then liquidators shall be appointed by the Board, and after payments of all debts, if any, the property shall be distributed to the constituent Member Societies on a pro rata according to their number of delegates.

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