

## Proposed Changes to ISBT Bylaws for voting at GA 2025

### **Current Wording:**

#### **2. MEMBERSHIP**

##### 2.1 Individual Members

Individual Membership is described in Article 5 of the Statutes of the Society.

##### 2.2 Honorary Members

1. Any person who has made a valuable contribution to the field of transfusion medicine and science will be eligible as an Honorary Member (see Article 5 under 2.b. of the Statutes).
2. Any individual member has the right to nominate a candidate for Honorary Membership to the Board of Directors.
3. The Board of Directors decides on the award of Honorary Membership. The name of the Honorary Member will be disclosed at the next General Assembly.

##### 2.3 Affiliate Members

An Affiliate Member is any organisation, association or agency active in the field of transfusion medicine and related therapies and appointed by the Board of Directors. The organisation must be “not for profit”, not a commercial company and have made a commitment to abide by the Code of Ethics (see Article 5 under 2.c. of the Statutes).

One representative appointed in writing of the Affiliate Member may attend the General Assembly and exercise the membership rights granted by the Society.

The Affiliate Member must provide the Central Office with:

1. Name and address and contact details;
2. A statement endorsing the Code of Ethics of the Society;
3. Name and address of the proposed affiliate representative to the Society.

In the event that the affiliate representative is also an Individual Member of the Society then the affiliate vote must be carried out as in accordance with the proxy rules identified in Article 10.6 of the Statutes.

### **Proposed Wording Changes:**

#### **2.1 Individual Members**

Individual Members are individuals with a background in transfusion medicine, related therapies and/or relevant fields of science. (description moved from Statutes article 5 2b)

## 2.2. Honorary Members

1. **Honorary members are individuals** who have made a valuable contribution to the Society or field of transfusion medicine and science and related therapies.
2. Any individual member has the right to nominate a candidate for Honorary Membership to the Board of Directors.
3. The Board of Directors decides on the award of Honorary Membership. The name of the Honorary Member will be disclosed at the next General Assembly

## 2.3 Affiliate Member **Organizations**

An Affiliate member is any organisation, association or agency active in the field of transfusion medicine and related therapies and appointed by the Board of Directors. The organisation must be “not for profit”, not a commercial company and have made a commitment to abide by the Code of Ethics of the Society. **(reference to statute has been removed)**

One representative appointed in writing **by** the Affiliate member **organisation** may attend the General Assembly and exercise the membership rights granted by the Society.

The Affiliate Member **organisation** must provide the Central Office with:

1. Name and address and contact details;
2. A statement endorsing the Code of Ethics of the Society;
3. Name and address of the proposed affiliate representative to the Society.

In the event that the representative of the affiliate member organisation is also an Individual Member of the Society then the affiliate vote must be carried out as in accordance with the proxy rules identified in Article 10.6 of the Statutes.

**Rationale: wording updates to clarify appointment of a voting member by affiliate organizations and removal of duplication with statutes.**

## 3. MEMBERSHIP PRIVILEGES

### Current Wording

In addition to the rights set out in the Statutes each member will:

1. Receive Vox Sanguinis and the Society’s publications
2. Have access to the Society’s “members only” portion of the web site
3. Be entitled to a reduced fee for the Society’s congresses and meetings.

### Proposed New Wording:

In addition to the rights set out in the Statutes each **individual and honorary member and the registered contact for affiliate member organisations will:**

1. Receive Vox Sanguinis and the Society's publications
2. Have access to the Society's "members only" **content** of the web site
3. Be entitled to a reduced fee for the Society's congresses and meetings.

**Other contacts provided by Affiliate member organisations, do not have the privileges 1-3, but have access to additional educational materials and discounts on services as currently described as ISBT policy for affiliate membership and available at <https://www.isbtweb.org>**

**Rationale:** Include honorary and affiliate members in the description of membership privileges; update wording

## Section 4

### CORPORATE PARTNERS

#### Current Wording

Any commercial company active in the field of transfusion medicine and related therapies may be considered for Corporate Partnership. Details of Corporate Partnership are available on the website.

The Board of Directors decides on the admission of Corporate Partners.

#### Proposed Wording:

Any commercial company active in the field of transfusion medicine and related therapies may be considered for Corporate Partnership. Details of Corporate Partnership are available on the website.

<https://www.isbtweb.org>

The Board of Directors **ratifies** the admission of Corporate Partners.

**Rationale:** Added URL and adjusted wording

## Section 5

### THE GENERAL ASSEMBLY

#### Current Wording:

All members attending the General Assembly must present identification and sign the attendance sheet physically or register electronically prior to entering the Assembly.

1. The General Assembly is chaired by the President of the Society. If the President is absent, the General Assembly is chaired by the Senior Vice-President, the Junior Vice-President or a

member of the Board of Directors chosen and appointed by the General Assembly in this order of priority.

2. The Secretary General or another person designated by the Chair of the meeting for that purpose is responsible for taking minutes of the proceedings of the General Assembly. The minutes will be made available for review and approval at the next General Assembly.

3. The minutes are digitally or electronically approved by the Chair and the Secretary General.

4. There must be a reliable mechanism to count the votes cast at the General Assembly. This may include electronic voting systems.

5. Proxy votes that meet the requirements in the Statutes (Article 10.6) must be lodged with the Secretary General prior to the commencement of the meeting.

6. Proxy notices must identify which specific resolutions are covered by the proxy.

7. The Secretary General decides whether a proxy is admissible or not.

### **Proposed Wording:**

All members attending the General Assembly must present identification and register at the time of entry to the Assembly.

1. The General Assembly is chaired by the President of the Society. If the President is absent, the General Assembly is chaired by the Senior Vice-President, the Junior Vice-President or a member of the Board of Directors **chosen and approved by the General Assembly attendees.**

2. The Secretary General or another person designated by the Chair of the meeting for that purpose is responsible for taking minutes of the proceedings of the General Assembly. The minutes will be made available for review and approval at the next General Assembly.

3. **The minutes are approved by the Chair and the Secretary General.**

4. There must be a reliable mechanism to count the votes cast at the General Assembly. This may include electronic voting systems.

5. Proxy votes that meet the requirements in the Statutes (Article 10.6) must be lodged with the Secretary General prior to the commencement of the meeting.

6. Proxy notices must identify which specific resolutions are covered by the proxy.

7. The Secretary General will **review and determine** whether a proxy is admissible or not.

**Rationale:** Adjust wording to reflect current registration practices for the GA; re worded for clarity and to allow for flexibility in the approach to approval of minutes.

## **OBSERVERS AT BOARD MEETINGS**

### **Current wording:**

The following persons, without voting rights, may be invited to be present at part of the meetings of the Board of Directors:

1. Representatives of organisations as determined by the Board of Directors.
2. The Editor in Chief of Vox Sanguinis
3. Any other individual deemed necessary to enable the Board to carry out its duties appropriately.

### **Proposed wording:**

The following persons, without voting rights, may be invited to be present at part of the meetings of the Board of Directors:

1. Representatives of organisations as determined by the Board of Directors.
2. The Editor in Chief of Vox Sanguinis
3. **The ISBT Scientific Secretary**
4. **Chairs of ISBT WPs**
5. Any other individual deemed necessary to enable the Board to carry out its duties appropriately.

**Rationale:** Added regular board meeting attendees.

## **Section 9**

### **FEES**

1. When the membership is due for renewal, each Individual and Affiliate Member will be sent a notice stating the membership fee, which is due to be paid for the following membership year. Such communication shall be deemed adequate notification to the Member of their financial responsibilities to the Society.

If the member has not paid their annual contribution by the end of 30 days after the commencement of the membership year the membership will be deemed terminated at that point.

- Subject to the availability of funds the Society may permit membership exempt of fees. Such membership will not exceed the equivalent of 5% of Individual Members. These members have the rights and privileges as Individual Members. This process is designed to help those people active in the field of transfusion medicine and science who have difficulty finding the cost of the membership fee. The applicant should live in countries in the Low, Middle or Upper Middle categories of the World Bank Development Index. Such exemption of membership fees should not exceed 3 years.

- An applicant for Exempt Membership must submit a brief c.v. and a copy of the photo page of their passport.
- Exempt Membership applications will be sent to the relevant Regional Director for approval. The Regional Directors decision will be final.

### **Proposed Wording:**

1. When the membership is due for renewal, each Individual and Affiliate Member **Organisation** will be sent a notice stating the membership fee, which is due to be paid for their following membership year. Such communication shall be deemed adequate notification to the Member of their financial responsibilities to the Society.

If the member has not paid their annual contribution by the end of 30 days after the commencement of their membership year the membership will be deemed terminated at that point.

- Subject to the availability of funds the Society may permit membership exempt of fees. Such membership will not exceed the equivalent of 5% of Individual Members, **based on the maximum number of members in the preceding 12 months**. These members have the rights and privileges of Individual Members. This process is designed to help those people active in the field of transfusion medicine and science who **would** have difficulty **funding** the cost of the membership fee. The applicant should live in countries in the Low, Middle, or Upper Middle categories of the World Bank Development Index. Such exemption of membership fees should not exceed 3 years.
- An applicant for Exempt Membership must submit a brief c.v. and a copy of the photo page of their passport.
- Exempt Membership applications will be sent to the relevant Regional Director for approval. The Regional Directors decision will be final.

**Rationale: adjust calculation of exempt membership percentage to account for rolling membership year now in effect.**

## **Section 10**

### **FINANCES**

#### **Current Wording**

The financial business of the Society shall be carried out according to the Standing Financial Instructions, which are part of the Board Operating Manual.

#### **Proposed New Wording:**

The financial business of the Society shall be carried out according to the Standing Financial Instructions, **which are appended to** the Board Operating Manual.

**Rationale:** Clarify document structure

## **Section 12**

### **Vox Sanguinis**

#### **Current Wording:**

The scientific journal of the Society is Vox Sanguinis.

The overall responsibility for the management of the Journal shall be devolved to the Executive Committee. The Executive Committee appoints a Vox Sanguinis Standing Committee to:

1. Manage the operational activities of the Journal, including the selection of the Publisher and the necessary contracts;
2. Appoint the Editor in Chief and, on advice of the Editor in Chief, the Section Editors of the Journal.

The Vox Sanguinis Standing Committee shall not be responsible for the Scientific content of the Journal. This responsibility rests with the Editor in Chief advised by the Section Editors.

#### **Proposed Wording:**

The scientific journal of the Society is Vox Sanguinis.

The overall responsibility for the management of the Journal shall be devolved to the Vox Sanguinis Standing Committee which is appointed by the Board and is responsible for operational management of the journal in accordance with the current ToR.

The Board of Directors appoints the Editor in Chief and Section Editors based on recommendations of the Vox Sanguinis Standing Committee

The Board of Directors selects the publisher and approves the necessary contracts based on the recommendations of the Vox Sanguines Standing Committee

The Vox Sanguinis Standing Committee shall not be responsible for the Scientific content of the Journal. This responsibility rests with the Editor in Chief advised by the Section Editors.

**Rationale:** Adjusted wording to reflect current management of Vox Sanguinis by the Standing committee with reporting to and ratification by the Board of Directors. Avoid duplication of wording in the TOR.

## **Section 13**

### **WORKING PARTIES**

#### **Current Wording:**

The Society has a number of Working Parties, which are listed on the website. The Board of Directors is responsible for the establishment and termination of Working Parties.

Each Working Party shall have written terms of reference approved by the Board of Directors and shall submit an annual report of its activities to the Board of Directors.

Written operating principles for Working Parties will be maintained by the Board of Directors and are available on the website. Terms of Reference of each Working Party are available on the website.

**Proposed Wording:**

The Society has a number of Working Parties, which are listed on the website. The Board of Directors is responsible for the establishment and termination of Working Parties.

Each Working Party shall have written terms of reference approved by the Board of Directors and shall submit an annual report of its activities to the Board of Directors.

Written operating principles for Working Parties will be maintained by the Board of Directors and are available on the website **as part of the board manual**. Terms of Reference of each Working Party are available on the website.

**Members of the Board of Directors serve as liaison between one or more working parties and the Board.**

**Rationale:** Added wording to clarify location of operating principles and to document the presence of working party liaison members.

**Section 14**

**CONGRESSES**

**Current Wording:**

1. The Board of Directors is ultimately responsible for the administration of the Society's congresses.

The Board of Directors is charged with ensuring that the regional and international congresses are financially self supporting. 60% of any surplus funds generated by the congresses remain with ISBT and 40% are shared with the local society or institute unless circumstances warrant another arrangement. In the latter situation, a resolution from the Board of Directors will be needed. Any loss incurred at a congress is borne by the Society.

2. The organisation of ISBT congresses may in part be devolved to a Professional Congress Organiser (PCO).

3. The Executive Director will maintain the Congress Handbook, which will include the guidelines for organisation of congresses.

4. Expressions of interest for hosting international and regional congresses will be sought by the Executive Director three years prior to the year of the congress. The Executive Director and representative from the PCO compile a shortlist based on criteria defined by the Board that shall



define the site. The shortlisted candidates will present to the Board who will be responsible for making a final decision. The decision of the Board is final.

**Proposed Wording:**

1. The Board of Directors is ultimately responsible for the administration of the Society's congresses.

The Board of Directors is charged with ensuring that the regional and international congresses are financially self-supporting. **70% of any surplus funds generated by the congresses remain with ISBT and 30% are shared with the local society or institute unless circumstances warrant another arrangement.** In the latter situation, a resolution from the Board of Directors will be needed. Any loss incurred at a congress is borne by the Society.

2. The organisation of ISBT congresses may in part be devolved to a Professional Congress Organiser (PCO).
3. The Executive Director will maintain the Congress Handbook, which will include the guidelines for organisation of congresses.
4. Expressions of interest for hosting international and regional congresses will be sought by the Executive Director three years prior to the year of the congress. The Executive Director and representative from the PCO compile a shortlist based on criteria defined by the Board that shall define the site. The shortlisted candidates will present to the Board who will be responsible for making a final decision. The decision of the Board is final.

**Rationale:** Adjusted to reflect the practice over the last decade in terms of profit sharing.