

Bone Ultrasound Society (BONUS)

Statutes (July, 6, 2017)

This text is a translation from the French official Statutes

Article 1 - Objective

The Association, denominated Bone Ultrasound Society (BONUS) is a non profit association, hereafter designated as the Association, following French law of July 1st 1901. The purpose of the Association is to contribute to the development and promotion of the methods for the investigation of hard biological tissues like bone, in particular acoustical methods. The Association promotes scientific and technical exchanges between scientists interested by the aforementioned methods.

The duration of the Association is not limited. The registered office is established in Paris, 15 rue de l'école de médecine 75006. The registered office may be moved to another place by decision of the Board of the Association.

Article 2 - Activities

The Association develops activities and products that are necessary to accomplish its objectives. Among them, the organization of conferences, the edition of scientific and technical documents and the attribution of awards.

The Association is committed to take part at the international level to scientific and technical activities related to the Association's objective.

Article 3 - Membership

The Association is composed of individual Members of any nationality and country of residence, and non-physical Members. The four types of Memberships are:

- Full Members.
- Junior Members. They must be students or under 30 years old.
- Sustaining and Industrial Members. They pay an annual per-capita membership equal to ten times that due by the Full Members.
- Members of Honor. They do not have pay the annual per-capita membership. This type of Membership is attributed following a proposition of the Board and subsequent decision of the General Assembly.

The Board must approve new members. Full Members, Junior Members and Sustaining Members must pay an annual per-capita membership fee defined in the Internal Regulations. The amount of this fee is proposed by the Board and approved by the General Assembly. Buying back the fee is not possible. The different types of Members all have the same rights; in particular they have one vote at the General Assembly.

Article 4 – Resignation and loss of membership

The quality of Member of the Association can be lost:

- upon resignation or
- upon expulsion decided by the General Assembly following a proposition of the Board for failing to fulfill obligations. The interested Member will be allowed to speak to the General Assembly in order to provide explanations before any vote.

Article 5 – Governing bodies

The board is responsible for the organization the internal administration of the Association and all the detail related to the Association's activities. The number of Members of the Board is specified in the Internal Regulations. They are elected by the GA for a term of four years among any of the categories of Members. Half of the Board members are renewed every second year. Past Presidents of the Associations may attend the meetings of the Board without a right to vote. The Board may fill vacancies by replacing its Members temporarily. A Member newly appointed to the Board must be approved during the next GA meeting. This Member will cease to be a Member of the Board at the end of the mandate of the Board Member he is replacing.

The Board meets at the request of the President of the Association or following the demand of at least half of the members of the Board. The Board meets as often as required in order to fulfill the objective of the Association. Participants may use video-conference or any other appropriate mean if they cannot meet physically in a same place. The Board may invite to a meeting individuals involved in specific activities of the Association, but these can not take part to votes.

Decisions of the Board are taken to the majority of participating or represented members. The Board can deliberate only if at least half of its Members are participating or represented. Each participating Member can only hold one proxy. A record shall be kept of the decisions of the Board. This will be signed by at least one member of the Bureau and will be kept at the registered office.

Members of the Board can not receive any remuneration for their activities in the Association. Only reimbursement of some expenses are possible. These reimbursement must be decided by the Board. Proofs of the expenses must be provided to justify reimbursement.

Article 6 - Bureau

The Board Members vote secretly to elect Members of the Bureau among the Members of the Board. The Bureau is composed of a President, a Treasurer and a Secretary. The Bureau is elected for a period of two years. The President can not be in charge for more than four consecutive years.

Article 7 - Representation

The Association is a legal entity with can possess, purchase and dispose of its possessions. It can engage in contractual obligations and execute all kinds of actions, without limitations other than those established in the Law.

The President is the legal representative of the Association. The President is responsible for spending the money of the Association. He can delegate these powers under conditions given in the Regulations. In the case of representation before the court, the President may only be replaced by a proxy having been duly authorised. The representative of the Association must enjoy all his rights as a citizen.

Article 8 – General Assembly (GA)

The GA consists of a meeting of all the categories of Members. The GA takes place at least once a year (ordinary GA). The GA can in addition be called by the Board or by at least one fourth of the Association's Members (extraordinary GA). The Bureau of the GA is that of the Board. The agenda of the GA is set by the Board. Members can propose points to be added to the agenda but shall do so at least two days before the GA.

Convocations for the GA are sent to Members by electronic mail at least fifteen days before the GA. Depending on the agenda, the GA may be a mere electronic consultation.

The GA listens to the annual reports on the administration of the Association by the Board and on

the financial and moral status. The GA takes position through votes on the accounts for the financial year and deliberates on the different points of the agenda. The GA renews Members of the Board if necessary.

For the election of the Members of the Board, the postal vote is possible. Proxy voting is possible for members who can not attend the GA. A Member can not vote for more than three other Members. Decisions of the GA are taken to the majority of the Members present or represented. In the event of equality of votes the President shall have the casting vote.

Decisions of the GA are voted by show of hands, except for the election of the Members of the Board. The decisions taken at the general assemblies apply to all members, including absent Members.

The annual report on the administration of the Association and the financial report are sent to all Members.

Article 9 - Modification of the statutes

Statutes may be modified by the GA after a proposition of the Board or of at least one tenth of the Members. In either case, the propositions of modification are included in the agenda of the following GA. The agenda must then be send to all Members thirty days before the GA meeting. In order to vote the modification of the statutes, the GA must bring together at least half of the Members (present or represented). In case this proportion is not reached, the Assembly is called for a second time, at least fifteen days after. Then the Assembly can deliberate whatever the number of present Members. In any case, the statutes can only be modified at the majority of two-third of the votes of the present or represented Members. In the event of equality of votes the President shall have the casting vote.

Article 10 – Internal regulations

Internal regulations are written by the Board and approved by the GA. These regulations give precisions, not included in the present statutes, about the administration of the Association and its activities.

Article 11 – Dissolution

The dissolution of the Association must be approved by an extraordinary GA convened specifically for this purpose following the conditions given in article 9. This GA must be composed of at least half plus one of the Members. In case this proportion is not reached, a GA is convened a second time at least fifteen days later, which can validly deliberate whatever the number of Members present. In any case, the dissolution can only be decided at the majority of two-third of the votes of the present or represented Members. In the event of equality of votes the President shall have the casting vote.

In case of dissolution, the GA designates one or several commissioners to liquidate the assets of the association. It shall donate the net assets to one or more associations pursuing a similar goal.