

BYLAWS of the Assessment of SpondyloArthritis international Society (ASAS)

1. MISSION STATEMENT

ASAS is an international society of experts in the field of spondyloarthritis.

The mission of ASAS is to support and promote translational and clinical research of spondyloarthritis. The ultimate goal is to improve the wellbeing and outcome of patients with spondyloarthritis.

The means to achieve this goal include:

- Increasing awareness of spondyloarthritis
- Facilitating early diagnosis
- Developing and validating assessment tools
- Evaluating treatment modalities

2. INTERPRETATION

In these Bylaws :

The Executive Committee (EC) means the group of six committee members who make strategic decisions on the running of the Society. This includes the president, the vice-president, the secretary and the treasurer and two additional members.

The Advisory Board (AB) means a group of 6 advisory board committee members who give advise to the Executive Committee

Subject as aforesaid, words or expressions contained in these Bylaws shall, unless the context requires otherwise, bear the same meaning.

ARTICLE 1 – NAME, PURPOSE

1.1 Name. The name of the organization is the ASSESSMENT OF SPONDYLOARTHRITIS SOCIETY, herein known as “ASAS”.

1.2 Purpose. ASAS is organized exclusively for non-profit, educational, and scientific purposes, specifically to facilitate sharing of information related to spondyloarthritis, networking among different medical disciplines that see spondyloarthritis patients and to enhance research, diagnosis and treatment of spondyloarthritis.

ARTICLE 2 – MEMBERSHIP

2.1 Members. Eligibility will be open to all health professionals, especially rheumatologists with proven interest and knowledge in clinical and translational research and treatment of spondyloarthritis.

Membership will consist of those health care professionals and representatives from patient leagues who represent those diseases. Representatives from regulatory agencies may also be members.

The membership lasts as long as the below mentioned requirements are met. This implies for example for full members ongoing interest in clinical research including publications, and for companies that they have paid their annual dues.

2.1.1. Full member of the ASAS Working Group. This category is for those health professionals who have an established record in the field. This includes a minimum number of publications in peer reviewed journals (3-5 authorships in journals publishing in English within the last 5 years).

Full members will receive all mailings and information about ASAS and are entitled to attend all ASAS meetings. Full members are also included in voting processes and Delphi exercises. Expenses may be paid for selected meetings if funds are available.

All full members are expected to attend at least 1 meeting and/or participate in ASAS sponsored questionnaires or studies every 2 years. After 4 years every full member has to renew membership.

Full members are entitled to vote in general meetings.

Full members have the ability to independently apply for ASAS research project grants.

2.1.2. Associate member of the ASAS Working Group. Associate members are either trainees or those that are developing a record in the study of spondyloarthritis. Associate members do not have the ability to independently apply for ASAS research project grants. Associate members may apply for full membership at a later time point. Associate members are not entitled to vote in general meetings and are not able to participate in Delphi exercises.

The associate membership will be for an initial period of two years. After that time associate members can either apply for a renewal of the associate membership or for a full membership. Associate members will receive all mailings and information about ASAS and are entitled to attend all meetings.

Expenses of associate members will in general not be paid for meetings. Exceptions may be granted by the EC.

2.1.3. Corporate membership. Corporate membership will be available and subject to an annual fee determined by the EC. Corporations may send up to two representatives (according to the EC policy) to attend the ASAS meetings but will not have voting rights.

2.2. Acceptance of membership applications. The EC decides on each membership application at least once a year, usually in connection to the Annual Meeting.

ARTICLE 3 – Executive Committee Members

3.1. Role of Executive Committee Members. The Executive Committee is responsible for overall policy and direction of ASAS, and delegates responsibility for day-to-day operations to committees or task force or working groups. The Executive Committee consists of 6 members.

The Executive Committee Members will receive no compensation other than reasonable expenses actually incurred that are approved by the EC.

3.2 Executive Committee Meetings. The Executive Committee Committee will hold meetings at no less than once yearly in person at an agreed upon time and place. The Executive Committee meetings will be conducted for the purpose of discussing and planning the affairs of ASAS.

3.3 Executive Committee Elections. Two members of the Executive Committee will be replaced every two years as part of an election held at the annual meeting of ASAS.

3.4 Terms. All members serving on the Executive Committee will serve a term of 6 years, and will not immediately be eligible for re-election. After an interval of at least 2 years former EC members may be re-elected.

3.5 Quorum. A quorum must be attended by at least one half (50%) of the Executiver Committee Members before business can be transacted or motions made or passed.

3.6 Notice. An official Executive Committee meeting requires that each member has written notice one month in advance. Notices will be sent by mail, fax, or email.

3.7. Non-attendance. Executive Committee Members should attend at least one EC meeting per year. Attendance at less than this number would mean disqualification from the EC and replacement by election at the next annual meeting.

3.8 Resignation, Termination and Absences. Resignation from the EC must be in writing and received by the secretary or the president. An EC member will be dropped

for excess absences if s/he has been absent from all society and EC meetings in a year. An EC member may be removed for other reasons by a 4/6 vote of the EC members.

3.9 Limited Authority. No EC member is authorized to make a non-budgeted expenditure.

3.10 Special Meetings. Special meetings of the EC will be called upon the request of the President or two EC members or two thirds of the Advisory Board for the purpose of discussing issues needing immediate attention. Notices of special meetings will be sent out by the Secretary to each EC Member at least 2 weeks in advance.

3.11 Officers and Duties. The Executive Committee will be comprised of 6 members, consisting of President, Vice President, Secretary, Treasurer, and two members. The duties of the Executiver Committee members will be as follows:

The President will convene regularly scheduled EC meetings, will preside or arrange for other members to preside at each meeting in the following order: Vice-Chair, Secretary and Treasurer.

The Vice-President will take over the role of President on demand of the President or inability of the President to perform the tasks required to run the Society.

The Secretary will be responsible for keeping records of actions of the EC, including overseeing the taking of minutes at the meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each EC member, and assuring that corporate records are maintained.

The Treasurer will make a report at each EC meeting. The Treasurer will make arrangements for establishing financial accounts, assist in the preparation of the budget, oversee fundraising plans, and make financial information available to EC members and authorities. The Treasurer will oversee a written account of all financial transactions to be made available to the EC and the Advisory Board at the annual meeting.

ARTICLE 4 – BUDGET

4.1 Minimum Balance of Funds. The EC will assure that a minimum balance of 20.000 € remains in the treasury for the next year's initial operating expenses.

4.2 Fund Raising. All possible fund-raising projects will be overseen by the EC.

4.3 Annual Budget. The Treasurer shall oversee the annual budget and ensure adequate funds to fulfill the aims of the organization. These aims will include the organization of annual meetings, attendance of group members at special meetings, and the provision of funds to establish research projects.

ARTICLE 5 – ANNUAL MEETINGS

5.1 Annual Meeting. A minimum of one meeting for all members will be held annually. The Annual Meeting is conducted for the purpose of allowing the entire membership of ASAS to discuss affairs of the organization and to elect new EC members. Prior announcement of date, place, and time of the Annual Meeting will be made through phone, mail, or electronically to all members of ASAS. At least half of the EC members should be present at the Annual Meeting. The date, time and place of the Annual Meeting will be set by the EC.

5.2 Notice. Notice of the Annual Meeting will be given to each member, by mail, email or fax not less than 4 weeks before the meeting.

5.3 Decisions Requiring Approval. Any decision requiring EC approval may be conducted by the Secretary or another EC member as requested by the President instead of a meeting. The process will be as follows:

1. The Secretary will attempt to communicate the issue requiring approval to all EC members by their preferred method.
2. EC members will have one week to communicate their vote (Approve/Reject) to the Secretary.

3. The measure will pass if a simple majority of respondents approve the measure. To be valid, a quorum (half) of the EC members must reply to the measure.
4. The Secretary will record all responses, and communicate the results to all EC members, and whether the measure is approved or rejected.

5.4 Records. The Secretary will keep an accurate record of all decisions requiring EC approval.

ARTICLE 6 – COMMITTEES

6.1 Formation. The EC may establish committees as needed, such as a research committee, publications committee, etc. The EC will appoint a chair to each committee established. Always one EC member will be participating in such a committee.

6.2 Advisory Board. The 6 members of the EC, consisting of the President, Vice President, Secretary, Treasure, and the other two members will comprise one part of the Advisory Board, the other part are 6 additional ASAS members who are nominated by the EC. Two Advisory Board Members are replaced every 2 years upon proposal of the EC. This proposal has to be approved by the ASAS members at the Annual Meeting.

6.3 Finance Committee. The Treasurer is chair of the Finance Committee, which comprises the other members of the Executive Board. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget. The EC must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the EC. The fiscal year will be the calendar year. Annual reports are required to be submitted to the EC showing income, expenditures and pending income. The financial records of ASAS will be made available to the EC and to one Advisory Boaed member.

6.3.1. Hiring of Administrative Staff. The Treasurer will have oversight over identifying and negotiating a contract to hire staff who will be administrative support for

ASAS. A contract with staff will be reviewed and renewed each year, prior to the start of the fiscal year. The Treasurer will solicit feedback from the EC regarding hiring and contracting of administrative staff.

ARTICLE 7 – QUORUM

7.1 Of ASAS Members. One-sixth of ordinary members will constitute a quorum for a general or special meeting.

7.2 Of EC Members. One half of the EC Members will constitute a quorum for an Executive Session.

ARTICLE 8 – DUES

8.1 Dues. There are no dues to be paid.

ARTICLE 9 – ELECTIONS

9.1 Elections. Elections for Members of the EC will be carried out as follows:

1. The President will announce by email at least three months before that an election will take place at the next Annual Meeting of the society. All full ASAS members have the right to propose themselves for election until one month prior to the meeting to the Secretary. At the time of the election, the Secretary will read the names of these nominees. Additional nominations from the floor will not be accepted.
2. Every two years two members of the ASAS Executiver Committee will leave the board. This is done in the consequence of time. This implies that no EC member can serve longer than 6 years in a row.
3. The election for each office will be run by a person not running for that office.

ARTICLE 10 – AMENDMENTS

10.1. Amendments. These Bylaws may be amended when necessary by a two-thirds majority of the EC. Proposed amendments must be submitted to the Secretary to be sent out with regular EC announcements.

These Bylaws were approved by the ASAS membership on January 26, 2008.

Secretary, ASAS