

**BYLAWS OF THE INTERNATIONAL SOCIETY FOR THE STUDY OF
VULVOVAGINAL DISEASE**

**Updated and Approved Before the XXIV World Congress Through Internet Vote August
2017**

ARTICLE I

NAME

The name of the organization is THE INTERNATIONAL SOCIETY FOR THE STUDY OF VULVOVAGINAL DISEASE, hereafter referred to as “the Society.”

ARTICLE II

GOALS AND PURPOSES

The goals and purposes of the Society shall be:

Section 1. To promote international communication among gynecologists, pathologists, dermatologists, and related disciplines and to establish international agreement on terminology and definitions of vulvovaginal disease.

Section 2. To promote clinical investigation, basic research, and dissemination of knowledge in this field.

ARTICLE III

GEOGRAPHIC CONFINES AND OFFICIAL LANGUAGE

Section 1. **Confines.** The Society shall have no geographic limitations.

Section 2. **Language.** English shall be the official language of communication of the Society. Lack of knowledge of English shall not disqualify a candidate for membership.

ARTICLE IV

POLICY AND PROCEDURE MANUAL

Section 1. The Policy and Procedure Manual (P&P) will be the official document of policies and procedures of the Society. Additions, deletions and other modifications to the Policy and Procedure (P&P) Manual require approval by way of a majority vote of the Executive Council.

Section 2. The Standard Operating Procedures (SOP) incorporates the general operating procedures for the day to day functioning of the Society.

ARTICLE V

MEMBERSHIP

Section 1. **Types of Fellowship/Membership.** The Society shall be composed of six categories of Fellowship: Founding Fellow, Active Fellow, Honorary Fellow, Life Fellow, Member and Medical Student Member. The term membership will be inclusive of all of these categories.

Section 2. **Qualifications.** Membership shall consist of gynecologists, dermatologists, pathologists, medical students and other individuals who have distinguished themselves in disciplines related to vulvovaginal diseases. Membership is restricted to healthcare professionals. Every candidate for Fellowship or Membership (including Medical Student Members) must have displayed a particular interest in and knowledge of vulvovaginal diseases and thus must be considered capable of and willing to assist the Society in attaining its goals and purposes. Every candidate for Fellowship shall present a formal paper or case series at a regular meeting of the Society. This presentation shall be a prerequisite for the attainment of Fellowship status. To become a Member, no formal presentation or papers are required. An individual would request such status through the office of the Secretary-General.

Section 3. **Founding Fellows.** The first forty (40) qualified individuals who manifested an active interest in development of the Society and who were subsequently elected to Fellowship shall be known as Founding Fellows. They shall have the same privileges and responsibilities as Active Fellows.

Section 4. **Active Fellows.**

- a. Election to Active Fellowship – The candidate shall be invited to present an oral paper at the next meeting of the Society. A three-quarters majority of the Executive Council members voting shall be required for approval to become a Fellow in the Society. Following approval of the candidate by the Executive Council, his or her name shall be circulated among the Fellows for approval. A prospective Fellow must receive approval by three-quarters of the voting Fellows. The membership may also approve a candidate by hand vote at a regularly scheduled meeting of the membership if all the aforementioned requirements have been met.

In the event of significant language difficulties, the candidate for Fellowship may request that another Member or Fellow make the oral presentation conversant with his/her project; however, the substitute presenter would not be eligible for Fellowship on the basis of that presentation.

- b. Privileges – An Active Fellow shall enjoy all the privileges of the Society, including the right to vote and hold office. He or she shall pay annual dues and be subject to payment of special assessments.

Section 5. **Members.**

- a. Privileges – A Member shall enjoy all the privileges of active Fellowship although he or she shall not be eligible to vote, hold office, or chair committees. He or she would be required to pay dues and must fulfill the meeting attendance requirements.
- b. A Member may attain Fellowship, at will, by making an oral presentation (no poster) at the next meeting of the Society.

Section 6. **Life Fellows.**

- a. Any Founding Fellow or Active Fellow in good standing for six (6) or more years who has reached the age of 70 years and/or who retires may, upon the written request to the Secretary-General, be transferred to Life Fellowship, provided he or she shall have paid his or her dues for the fiscal year in which said request was made.

- b. Privileges – A Life Fellow shall enjoy all the privileges of active membership although they will not receive a subscription to the official Journal of the Society. He or she shall not be eligible to hold office, nor shall he or she be required to pay dues.
- c. Founding Fellows who become Life Fellows shall be known as ‘Life Founding Fellows.’

Section 7. Honorary Fellows.

- a. Qualifications – Any individual who has become distinguished in the field of vulvovaginal or related diseases or who has presented an address by invitation to the Society at a regular meeting may be elected to Honorary Fellowship.
- b. Election to Honorary Fellowship – Nominations for Honorary Fellowship shall be formally presented to the Executive Council and election shall be by unanimous vote of the Council members voting. Honorary Fellows shall enjoy the privilege of attending meetings and participating in scientific discussions; however, they shall not be required to pay dues, nor shall they be privileged to vote and hold office

Section 8. Medical Students.

- a. Medical students shall enjoy all of the privileges of active membership except they will not be able to vote, they shall not be eligible to hold office, and they will not receive a subscription to the official Journal of the Society. He or she will not be required to pay dues.

ARTICLE VI OFFICERS

Section 1. Officers. The officers of the Society shall be a President, a President-Elect, a Treasurer, and a Secretary-General.

Section 2. Term of Office. Officers shall hold office from the time of adjournment of the meeting at which they were elected to the time of adjournment of the next meeting. The President-Elect shall automatically become President. A President shall never serve more than one (1) term.

Section 3. Duties of Officers.

- a. President – The President shall preside at all meetings of the Society and the Executive Council. He or she shall perform all duties expected of a President, including the appointment of all committees, unless the membership is specified by the By-Laws. It is the privilege of the President to invite an honored speaker for the meeting over which he or she presides. The President will serve on the Program Committee.
- b. Secretary-General – The Secretary-General shall keep careful minutes of the Society and Executive Council meetings. He or she shall conduct the necessary correspondence of the Society and shall perform such duties as shall be designated by the President or Executive Council. He or she shall maintain a “visible file” for member attendance. Within ninety (90) days after each regular meeting the Secretary-General shall provide each member with a copy of the current By-Laws and revised Membership Roster.

The Secretary-General shall collect all dues and assessments. In addition, the Secretary-General shall function as an advisor to the President and Executive Council to maintain a continuity of administration directed toward achievement of the goals of the Society. The Secretary-General will serve as Chairman of the Program Committee.

- c. **President-Elect.** Should the President, for any reason, be unable to perform his/her duties, the President-Elect shall assume all of the President's duties. The President-Elect shall automatically become the President in the event of the death of the President. The President-Elect shall automatically become President of the Society at the end of the meeting following the one at which he or she was elected. He or she shall be expected to have the committees named by the time of the regular meeting at which he or she becomes President and shall submit the names of his or her appointees to the Executive Council for confirmation. The President-Elect will also serve as a member of the Program Committee.
- d. The Treasurer shall oversee the use of all monies; he/she will prepare a budget for each 2-year period and will ensure that all expenses are necessary. He/she will present to the Executive Council and general membership at the Business meeting our current financial status. The Treasurer shall be a citizen of the United States in order to facilitate the banking and financial undertakings of the Society. The Treasurer of any chapter of the ISSVD will report to the ISSVD Treasurer.

Section 4. Election of Officers and Executive Council Members. Nomination of officers and members of the Executive Council shall be made by the Nominating Committee consisting of the President-Elect (Chairman of the Committee), one Councilor, and three Active Fellows not holding office in the Society. The Councilor shall be elected by the Executive Council; the Active Fellows not holding office shall be elected by the general membership. The procedures are outlined in the P&P Manual.

ARTICLE VII

ADJUNCT COUNCIL MEMBERS

Section 1. Executive Director. The Personnel Committee hires the Executive Director. The Executive Director has day-to-day responsibility for the Council, including carrying out the Society goals and Council policy. The Executive Director will attend all Council meetings, report on the progress of the Council, answer questions from Council members and carry out the duties described in the job description. The Council can designate other duties as necessary.

Section 2. Assistant to the President. The primary purpose of this position is to assist the President-Elect, and subsequently the President, in planning for, and implementing of, the President's World Congress and (if one is to be held) a Postgraduate Course. The person to fill this position may be chosen by the President-Elect or President at any point before the end of his or her term.

ARTICLE VIII

THE EXECUTIVE COUNCIL AND ELECTED COUNCILLORS

Section 1. **Number.** The Executive Council of the Society shall include the President, the President-Elect, the Treasurer, the immediate Past President, the Secretary-General and five (5) additional members elected at a regular meeting. One of the five (5) additional members elected at a regular meeting is the assistant to the Treasurer.

Section 2. **Meetings.** The Executive Council shall meet as often as the interests of the Society require. A meeting of the Executive Council shall always be held on the day preceding a regular meeting of the Society. It is expected that many matters requiring Executive Council action or approval can be executed by mail or e-mail. The President or any three (3) members of the Executive Council may call a meeting of the Council. Called meetings of the Council shall, when possible, be in connection with national or international meetings. Notice of in-person meetings, outlining the business to be transacted, shall be submitted to each member of the Council two (2) months prior to the meeting. Telephone/Internet meetings may be called with less notice.

Section 3. **Powers and Duties.** The general management of the Society shall be vested in the Executive Council whose powers and duties shall be those ordinarily held and performed by such councils, i.e., to

- a. Transact all business required to carry out the goals and purposes of the Society arising in the interim between regular meetings.
- b. Fix initiation fees, annual dues, assessments, and registration fees.
- c. Recommend Fellows for election to the Society.
- d. Transact all business not otherwise provided for that may pertain to the Society.

Section 4. **Elected Councilors.** The five (5) elected members of the Executive Council (including the assistant to the Treasurer) shall be elected for a term that will encompass the two meetings following their election to the Council, with the exception of the assistant to the treasurer. This position can be for up to three meetings following their election to the Council.

- a. The Assistant to the Treasurer shall work with the treasurer to oversee the use of all monies and advise the executive council. The Assistant to the Treasurer shall be a citizen of the United States in order to facilitate the banking and financial undertakings of the Society and will be in line to succeed the Treasurer in the event that the Treasurer cannot fulfill his/her duties and will receive the nomination for the Treasurer position upon vacancy of the current Treasurer.

Membership on the Council shall be staggered so that a minimum of two (2) new Council members are elected at each regular meeting of the Society.

ARTICLE IX

REGULAR MEETINGS

Section 1. **Dates and Location of the Meeting.** The location and dates of Society meetings shall be determined by the Executive Council upon the recommendation of the

President-Elect. The meetings of the Society shall be held on a regular basis every eighteen (18) to thirty (30) months. Adequate notice shall be given the membership of the times and places of the meetings.

Section 2. **Duration of Meetings.** The scientific session shall last three (3) days; however, the Executive Council shall have the authority to adjust the duration of a meeting according to determined requirements.

Section 3. ***Robert's Rules of Order*** shall be followed.

Section 4. **Business Meeting and Agenda.**

1. Reading the minutes of the last meeting.
2. Report of the President.
3. Report of the Executive Council.
4. Report of the Secretary-General.
5. Report of Treasurer.
6. Reports of Committees.
7. Unfinished Business.
8. New Business.
9. Election of Officers and Council Members.
10. Introduction of New President
11. Adjournment.

Section 5. A special registration fee will be charged to non-member guests who attend meetings.

ARTICLE X COMMITTEES

Section 1. All committees and their duties will be listed in the Policy and Procedure Manual.

Section 2. **Appointments.** Aside from committees with a designated membership, the President shall appoint committee members to serve during his term. The President-Elect shall present the name of the appointees to the Council for approval as outlined in Article VI, Section 3a.

Section 3. **Standing Committees.** Standing Committees shall consist of the following:

- a. Committee on Terminology
- b. Presidents' Council
- c. Program Committee
- d. Nominating Committee
- e. Membership Committee
- f. Personnel Committee
- g. Finance Committee
- h.

Section 4. **Temporary and Ad Hoc Committees.** Committees may be created by the President or by the Executive Council.

ARTICLE XI

OFFICIAL JOURNAL OF THE SOCIETY

The Journal of Lower Genital Tract Disease (JLGTD) shall be the official journal of the Society. The Editors of this journal may consider excerpts from the proceedings or full manuscripts of papers presented for publication.

ARTICLE XII

INITIATION FEES, DUES AND ASSESSMENTS

Section 1. **Initiation Fee.** Each newly elected Member shall pay an initiation fee, its amount to be determined by the Executive Council.

Section 2. **Dues.** Founding and Active Fellows/Members shall pay the annual dues in advance. Article 5, Section 8 describes the payment of dues to maintain membership within the Society. The fiscal year shall be January 1 through December 31. The Secretary-General will not be required to pay dues while serving office.

Section 3. **Assessments.** Any special assessments recommended by the Executive Council shall be levied equally upon all Founding and Active Fellows and Members. All Fellows and Members attending regular meetings shall be responsible for direct costs of the meetings.

ARTICLE XIII

INVITED GUESTS

Every Fellow and Member is allowed to invite guests to the regular meetings. The Executive Council has the right to impose restrictions.

ARTICLE XIV

AMENDMENTS

These By-Laws may be amended either at a meeting by a vote of two-thirds of all Fellows present or between meetings, electronically, by a vote of two-thirds of responses received by those notified via e-mail. Changes in By-Laws proposed by the Presidents' Council shall be submitted to the Executive Council for consideration. Approval or disapproval of the proposed revisions by the Council shall be communicated to the membership at the Business meeting. Alternatively, any Fellow may propose a change, provided the signatures of ten (10) other Fellows accompany the proposal. After review by the Executive Council, wording changes may be considered if approved by the original proposer and Fellows who signed the proposal. However, the Executive Council may not summarily reject properly presented proposals. Changes then will be presented to the membership in preparation for a vote.

ARTICLE XV

ADDITIONAL PROVISIONS

1. Income of the Society shall not accrue to any members or any individual. All income spent shall be for the benefit of the Society.

2. The Society as a unit shall not participate or intervene in political campaigns on behalf of a candidate for public office and shall not attempt to influence legislation.
3. The assets of the Society must be permanently dedicated to an exempt purpose. Distribution of assets on dissolution of the Society, should this occur, shall be limited to organizations under Section 501 (c) (3) of the Internal Revenue Code, 1954 (or the corresponding provision of any future United states Internal Revenue Law).
4. 'Chapters' are permitted, as long as they further the goals of the ISSVD. The chapter will have its own by-laws.

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