



Articles of Association (By-Laws) 2019

1. There will be a professional association of scientists, clinicians and research trainees with a multidisciplinary interest in cardiovascular research called the Australasian Section of the International Society for Heart Research.

2. The Society aims are:

- a. to advance knowledge and to promote research interaction and communication of new discoveries among cardiovascular researchers within the Australia and New Zealand and the Australasian region
- b. to foster the professional development of research trainees and to provide opportunities for their participation in scientific communication
- c. to promote the integration of Australian and New Zealand researchers into the world's scientific and cardiovascular medicine community.

3. The Society governing body shall consist of a Council comprising the Executive Committee of the Society, and normally up to eight other council members appointed to provide regional representation, and normally up to two other members to provide Early Career representation. Council members will serve 3 year terms coinciding with the triennial cycle of the International Congress and the General Assembly. The Council will normally meet preceding each Society Annual General Meeting (AGM). Minutes of the meeting shall be taken as a record and distributed to council members following the meeting.

4. The Executive Committee shall comprise the Officers of the Society (President, President-Elect, Past-President, General Secretary, Member Secretary and Finance Secretary) and one other Council member.

- a. Five members of the Executive Committee constitutes a quorum.
- b. The outgoing Council will appoint/reappoint Executive Committee members for the incoming term. These appointments will be presented to Society members at the AGM for ratification.
- c. Interim appointments may be made by the Executive Committee where serving Councillors retire in mid term. Executive Committee appointments will normally only be available to Council members who have served a term of office.
- d. Executive Committee members may not be appointed for more than two continuous terms after which they will stand down and will not be eligible for re-appointment to the same position/role or a non-executive role for at least 1 term.

The Executive Committee shall act on behalf of the Council in intervals between Council meetings as required, and actions of the Executive Committee will be ratified by Council at the next available opportunity.

The Executive Committee may vary the number of non-executive Council appointments to be made if deemed desirable. The Executive Committee shall make determinations by consensus where possible and by ballot where necessary.

5. Non-Executive Council members shall be appointed by Council. Following the first 3 year term, council members will be eligible for re-appointment to one further 3 year term following which they will stand down or seek appointment to an executive committee position. Approaching the completion of a term of Council, incumbent Council members and Society members will be invited to nominate for appointment to Council by the General Secretary (or President or other Executive Council member), usually at least one month prior to the Annual General Meeting. Nominees will be requested to provide a CV including a brief 'mission statement' outlining their capacity to contribute to the Society governance and activities. The outgoing Council will appoint/reappoint non-executive Councillors for the incoming term. These appointments will be presented to Society members at the AGM for ratification. Interim appointments may be made by the Executive Committee where serving Councillors retire in mid-term or where co-option is deemed necessary.

6. A council member must disclose to council any situation where a Conflict of Interest may arise and is responsible for disclosing as such to council. The Chair/President will ask members to raise any conflicts of interest at the commencement of each meeting. Where council is notified of a Conflict of Interest the Chair/President shall:

- i. take into account the nature and appearance of the Conflict of Interest and members will withdraw from discussion as appropriate
- ii, record the conflict of interest in the minutes of the meeting. Examples of conflicts of interest may include current work or affiliations with other non-government organisations, research institutes or funding bodies and research collaborations.

7. Unless authorised by Council, every council member shall be prohibited from distributing material that pertains to the objects of council that are discussed at council meetings or confidential information pertaining to the members.

8. A President-elect will be appointed by Council in the final year of the three year President's term. At the end of the term of the President, the President elect shall be appointed as President, unless deemed otherwise by Council, in which case Council shall appoint another Officer of the Society as President.

9. An AGM will be held each year and will include a business meeting at which Society finances, expenditures and incoming funds are reported. Council Officers will report on Society activities. Council determinations will be presented to the membership for discussion and ratification. Minutes of the meeting shall be taken as a record and distributed to members following the meeting.

10. There will be a scientific meeting each year. Additional meetings or workshops may be held if required.

11. Membership Fees will be charged. There will be three levels of membership, Full, Life Honorary and Student. Life Honorary membership is awarded only to those who have served ISHR Australasian Section in a major capacity and is decided at the discretion of the executive committee. Membership fees and conditions will be reviewed annually by Council.

12. There will be close association and cooperation with the activities of the World Body of ISHR, and with its other constituent sections. Annual fees as levied per member by the World Body will be paid. Financial members are entitled to World Congress member benefits. Irregular members may not be eligible for World Congress member benefits.