



Statutes of the International Council of Ophthalmology

PREAMBLE

The International Council of Ophthalmology arises from the International Congress of Ophthalmology and the former International Federation of Ophthalmological Societies. The International Council is the forum through which the educational and practical requirements of ophthalmologists, the national societies of ophthalmology, and the separate specialist ophthalmic societies can be represented internationally. These statutes reflect the intention of the International Council of Ophthalmology to adjust its structure and to advance its aim. These statutes were adopted by the International Federation of Ophthalmological Societies in New Delhi (on the 3rd of December 1962) and modified by this organization in Paris on the 18th of May 1974, in San Francisco on the 4th of November 1982, in Amsterdam on 23rd of June 1998, in Sydney April 22, 2002, in New Orleans, October 23, 2004, in Sao Paulo, Brazil, February 21, 2006, in Hong Kong, China, June 27, 2008, and in Berlin, Germany, June 5, 2010.

ARTICLE 1

Constitution

The International Council of Ophthalmology (hereinafter called the "Council") is an association constituted in conformity with Article 60 and onwards of the Swiss Civil Code and may be registered in the Commercial Register of Zurich, Switzerland.

ARTICLE 2

Aim

The aim of the International Council of Ophthalmology is to promote the science of ophthalmology among all peoples and nations, and in furtherance of this to ensure permanent cooperation between representative Ophthalmological Societies of different countries and the various international bodies concerned with the organization of educational, scientific and cultural matters. For these purposes the Council shall elect certain members to the Board of Trustees of the International Council of Ophthalmology (hereinafter called the "Board"). The officers shall form the executive committee ("Vorstand") in the sense of the Swiss Civil Code.

ARTICLE 3

Domicile

The Council has its registered domicile in Zurich, Switzerland. The duration of the Council is unlimited.

ARTICLE 4

Membership

An Ophthalmological society recognized as of good standing shall be entitled to join the Council as an affiliated society subject to the approval of the Board provided it has paid its due subscription.

ARTICLE 5

Delegates

Each society joining the Council shall appoint one of its members as delegate who shall hold office during the interim between one World Ophthalmology Congress (hereinafter called the "Congress") and the next Congress, unless a new delegate is appointed. If there is any change in the delegate, the Secretary-General of the Council should be notified immediately. The name of the delegate to attend the meeting of the Council shall be confirmed to the Secretary-General of the Board immediately after appointment and at least six months before each Congress.

ARTICLE 6

General Assembly

At each Congress or at least every two (2) years, the Council delegates shall meet with the members of the Board to form the General Assembly. The President of the Board shall be the Chairman of the General Assembly and shall have the authority to convene the General Assembly at any time with at least thirty (30) days notice, if he or she deems it necessary. Additionally, the General Assembly shall be summoned by the President of the Board on demand of a fifth of the delegates or at least fifteen (15) delegates. The General Assembly transacts the business of the Council not specifically assigned to any other body of the Council, and elects the ordinary members of the Board. The General Assembly has a non-transferable right to revoke the Board members at any time. The Council delegates and the Board members shall have equal voting powers. The Chairman shall have a vote and be able to cast a second vote in the event of a tie.

ARTICLE 7

Responsibilities of Delegates

The further duties of a delegate shall be:

- (a) To act as a liaison officer between the Board and his or her society in the interval between two Congresses
- (b) To bring to the attention of the Board and the General Assembly matters which might affect the practice of ophthalmology in their country or worldwide.
- (c) To supply the Secretary-General of the Board, periodically or on request, with the names and addresses of the ophthalmologists of his or her country or taxing authority and such other matters as are required.
- (d) To be responsible for collecting and forwarding, or arranging for the collecting and forwarding, of the annual subscription of his or her society to the Treasurer of the Board.

ARTICLE 8

Subscription

The subscription of each affiliated society shall be proportional to the number of its members. The rate of subscription is decided by the General Assembly. The subscription shall remain unchanged in the years between two Congresses. Societies that are not able to pay the full subscription may request payment at a reduced rate to be determined by the Board. The annual subscription is due in advance on the 1st of January of each year. Any affiliated society not up to date with its subscription shall, ipso facto, but without prejudice to its liability to the Council, be suspended as an affiliated society and not be permitted to participate, through its delegate, in the activities of the Council, unless the Board is satisfied that reason for its default is unavoidable. The liability of the Council for its obligations is strictly limited to the assets of the Council. Each affiliated society is not liable for the obligations of the Council beyond its due subscription.

ARTICLE 9

Languages

The General Assembly shall be conducted in the administrative languages agreed for the particular Congress at which the meetings are held. Speakers, in making propositions or taking part in discussions, may use any language.

ARTICLE 10

Board of Trustees

The Board of Trustees shall consider and, if deemed advisable, implement recommendations of the Council, promote international cooperation in all matters pertaining to ophthalmology, initiate and supervise arrangements for periodical Congresses and enhance education in ophthalmology and allied fields. Furthermore the Board is authorized to manage the current business of the Council. The Board decides whether the Council shall be registered or not with the Commercial Register of Zurich, Switzerland. The Board shall grant signatory rights to members of the Board or third persons. Unless a contrary decision is taken each of the officers of the Board in accordance with Article 12 shall have single signatory rights.

The Board shall meet at least once in each calendar year. The President of the Board shall have the authority to convene the Board for a meeting at any time with at least thirty (30) days notice, if he or she deems it necessary. The dates and the site of the Board meetings are fixed by the President of the Board in consultation with the Secretary-General of the Board. In the year of a Congress, the Board shall meet at the Congress.

ARTICLE 11

Members of the Board

The Board shall consist of:

1. The officers (who form the Vorstand)
2. Ex-officio members
3. Ordinary members
4. Honorary life members

ARTICLE 12

Election of Officers of the Board of Trustees, who form the Vorstand

The officers, i.e. the President, Vice-President, Secretary-General and Treasurer for each new Board shall be elected (or re-elected) by the Board. The officers need not be chosen from the delegates of the Council or the members of the Board. These officers form the Vorstand in the sense of the Swiss Civil Code.

ARTICLE 13

Nomination of Ordinary Members of the Board of Trustees

It shall be the duty of the Board to present nominations for election as ordinary members of the Board to the General Assembly; these will be voted upon together with any other nomination proposed by the delegates of the Council.

ARTICLE 14

Election of Ordinary Members of the Board / Filling of Vacancies

The General Assembly elects at each Congress the ordinary members of the Board. The number of the ordinary members shall be fixed by the Board. Any vacancy in any position on the Board occurring in the intervening years between two General Assemblies shall be filled by the Board, the appointment of ordinary members being held temporarily until the next General Assembly.

ARTICLE 15

Languages

The Board meetings shall be conducted in such languages as appear necessary to the President for the convenience of members of the Board. Speakers, in making propositions or taking part in discussions, may use any language.

ARTICLE 16

Action Between Meetings

The President in consultation with the Secretary-General shall have the power to decide the business that may be transacted by correspondence, telecommunication, or electronic means including email between meetings of the Board of Trustees.

ARTICLE 17

Minutes of Meetings

The Secretary-General of the Board shall supply each delegate of the Council and each member of the Board with the minutes of the meetings of the Board and of the General Assembly.

ARTICLE 18

Regulations of the Board of Trustees

The Board organization (including the determination of ex-officio members, the voting rights of ex-officio members and honorary life members and the fixing of the maximum number of voting members and the fixing of maximum terms of office) and arrangements (including procedural rules for written resolutions) are set forth in the “Regulations of the Board of Trustees of the International Council of Ophthalmology”, as enacted from time to time by the Board.

ARTICLE 19

Regulations of the Congress

The Congress organization and arrangements are set forth in the “Regulations of the World Ophthalmology Congress” known as the International Congress of Ophthalmology since 1857, as enacted from time to time by the Board.

ARTICLE 20

Regulations of the Awards

Awards presented with the participation of the Board of Trustees are set forth in the “Regulations of the Awards”, as enacted from time to time by the Board.

ARTICLE 21

Liability of Board of Trustees and Council Delegates

Except for their own wrongful acts or omissions in violation of their statutory powers or of legal provisions, the Board members, Council delegates or their agents are not liable for the obligations of the Council.

ARTICLE 22

Amendments and Additions

Amendments and additions to these Statutes shall be valid only if they are recommended at least three (3) months in advance by the Board (a majority of two thirds (2/3) being necessary) or by a fifth of the delegates or at least fifteen (15) delegates of the Council whose appointments have been confirmed to the Secretary-General of the Board as in ARTICLE 5, and if they are accepted by a majority of two thirds (2/3) at the General Assembly. Such amendments shall be distributed two (2) months in advance to members of the General Assembly.

ARTICLE 23

Dissolution

The dissolution of the Council can be effected only if this is recommended at least six months in advance by the Board of Trustees (a majority of two thirds (2/3) being necessary) or a fifth of the delegates or at least fifteen (15) delegates of the Council whose appointments have been confirmed to the Secretary-General of the Board as in ARTICLE 5, and if dissolution is accepted by a majority of two thirds (2/3) at the General Assembly. Such dissolution shall be distributed five (5) months in advance to the members of the General Assembly.

In the event of dissolution the assets of the Council shall be vested in a project or projects of public interest the aims of which conform with those of the Council.

Approved by the Council, 5/10/05, Florence

Adopted by IFOS, February 21, 2006, Sao Paulo

Approved by the Council, March 23, 2007, Cape Town

Approved by the Council by e-mail ballot, March 26, 2008

Adopted by IFOS, June 27, 2008, Hong Kong

Approved by the Board of Trustees, October 23, 2009, San Francisco

Revised by the Board of Trustees, April 2, 2010 by Mail Ballot

Adopted by ICO, June 5, 2010, Berlin