



**WORLD ORGANISATION OF
DIGESTIVE ENDOSCOPY
OMED**

(Organisation Mondiale d'Endoscopie Digestive)



STATUTES



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Article 1 – Name

OMED - World Organisation for Digestive Endoscopy (Organisation Mondiale d'Endoscopie Digestive)

Article 2 – Legal seat

The legal and administrative office is situated in Rome – Viale Giuseppe Mazzini n.120 00195 c/o Mrs Rosella Ruggeri.

Article 3 – Structure

OMED is a non-profit World federation of National Societies of digestive Endoscopy. Member societies will normally be affiliated to and be represented by one of three geographical zones: Asian-Pacific, European/Mediterranean and Inter-American. Societies falling outside these zones may apply for independent membership.

Formation of new zones – Any group of societies wishing to form a new geographical zone must be supported by more than half of the national societies of digestive endoscopy within that area before applying for zonal status.

The statutes, composition, activities and administration of OMED are the responsibility of a General Assembly comprising all National Society members. Decisions are taken either at a meeting of the General Assembly or by postal/electronic voting. The Executive Committee of the Governing Council is delegated to manage the day to day running of the organization.

OMED is to have a permanent existence unless a three-quarters vote of the General Assembly recommends its voluntary dissolution.

Article 4 – Objectives

1. Worldwide promotion of the study and advancement of digestive endoscopy for diagnosis and treatment of GI diseases.
2. Establishment of standard practice and training in endoscopy.
3. Support and co-ordination of OMED zones in achieving and maintaining optimal practice of endoscopy and in stimulating progress in endoscopic research.
4. Organization of workshops in digestive-related topics either on its own or in conjunction with other societies.
5. Promotion of education and training for physicians and surgeons in digestive endoscopy.
6. Standardization of endoscopic terminology and databases.



7. Consultation with industry on research and development.
8. OMED will be responsible for the educational and scientific content of the digestive endoscopy program at the World Congress of Gastroenterology.

Article 5 – Powers

OMED, acting through the Governing Council or the Executive Committee, is empowered to do all and only such acts as are necessary or convenient for the purposes set forth herein and to the same extent and as fully as any natural person might do, could do, to purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of real or personal property, to enter into, make, perform or carry out contracts with any firm, persons, corporation or association, to do any acts necessary or expedient for carrying on any and all of the purposes of OMED not forbidden by these statutes or by the laws of the country in which OMED is incorporated or, in relation to the World Congress of Digestive Endoscopy, the laws of the country where the World Congress is held. In the event of the voluntary dissolution of OMED the assets are to be disposed of, in keeping with the laws of the country of incorporation, as directed by the Governing Council for the benefit of OMED or allocated to one or more non-profit making or charitable organizations. Should such distribution be deemed controversial, a ruling of the appropriate court is to be decisive.

OMED is a non-profit Organisation unauthorized to distribute, even indirectly, profits and management surplus or funds, reserves or capitals unless their purpose or distribution are legally enforced.

Article 6 – Membership

Membership of OMED will become effective when approved by the Governing Council and ratified by the General Assembly.

All members are ruled by a standardized regulation of the association terms and procedures.

This expressly excludes any temporary participation in the Association.

Ordinary Membership

The following may apply for membership of OMED:

1. National Digestive Endoscopy Societies (with full voting power).
2. National Gastroenterological Societies with a clearly defined endoscopy section or subcommittee promoting the practice and training of endoscopy provided that there is no endoscopy society in that particular country which is already an accredited member (with full voting power).
3. Groups of practicing endoscopists in a country without a National Society or specialized section (without voting power).

Each country has only one vote in the General Assembly irrespective of whether more than one society is a member. If multiple societies from the same country are unable to agree on their vote, then such



country will lose its vote. Should two or more existing member National societies amalgamate, they may retain their voting rights as previously. However, if two or more areas (each with their own endoscopy society) merge to form a country, then each endoscopy society may retain their respective representatives in the General Assembly but only with a combined single vote.

A member society may resign at any time by submitting its intention in writing to the Governing Council.

Associate Membership

Council may recommend Associate Membership (without voting power) for organizations and companies that have a close interest in, and provide support for, world endoscopy through OMED.

Honorary Membership

The Nominations Committee may recommend distinguished individuals in the field of world digestive endoscopy for Honorary Membership or Honorary President (without voting power).

The General Assembly may cancel the membership of a society, individual or group if so decided by two-thirds of its vote.

Article 7 – Finance

1. Funds may be received from meetings that have been approved or organized by OMED including those that are organized jointly with other international societies.
2. OMED may receive funds from industry or from any other ethically acceptable source.
3. The zones will contribute a yearly amount to OMED as dues. These will be paid to the Treasurer through the Zonal office. In the case of independent societies the dues will be paid directly from the member society to OMED. The voting right of a member society will be suspended for as long as they owe any amount of subscription. The Governing Council may in special circumstances absolve a member society from contributory payment.
4. Individual officers, members of the Governing Council, members of the Executive Committee and the member societies will carry no personal financial responsibility with regard to the activities or financial responsibility of OMED. Should any of the aforementioned individuals or member societies be so held personally or financially responsible, their limited liability will be covered by OMED according to the established regulations and laws of the country of incorporation of OMED.
5. OMED may solicit and receive donations and manage them for the purposes of supporting its objectives including education, scientific research and investigation. Funds so received may be accumulated or applied in any manner whatsoever with the object of fostering global progress in digestive endoscopy.



Article 8 – Governing Council

The Governing Council will comprise:-

1. President
2. President-Elect
3. Secretary-General
4. Treasurer
5. Past-President of OMED
6. The President or delegate of each Zone
7. Chairmen of the standing committees

Each of the above members will have full voting rights except where indicated

The Governing Council will meet annually and may meet at any other time when requested by the President or 2/3 of the members in writing.

The Governing Council will delegate the day to day activities and consequent decision making to an Executive Committee comprising:

President
President-Elect
Past President
Secretary-General
Treasurer

Other individuals may attend meetings of the Governing Council and the Executive Committee at the invitation of the President.

The President-Elect will be nominated by each of the three zones in turn following consultation with the Nominations Committee. He/she will assume the office of President at the end of the following World Congress.

The incoming President will nominate the Secretary-General.

Each zone will be invited to nominate candidates for Treasurer and for the Chairmen of the Standing Committees. National Societies may also nominate individuals to Chair the Standing Committees.



The Nominations Committee will present candidates for Treasurer and the Chairmen of the Standing Committees to the Governing Council for consideration.

Members of the Governing Council (apart from the President and Past President who will already have been approved by the General Assembly) will be submitted to the General Assembly for approval by postal or electronic voting by simple majority.

Members of the Governing Council will normally hold office for four year periods (subject to the date of the next World Congress) except for ex officio members such as Presidents of the zones who may change at irregular times.

No individual may remain a voting member of Council for longer than two full terms unless appointed President-Elect.

Article 9 – Vacancies

If the President is unable to complete his/her term of office, the Secretary-General will succeed to the presidency and continue to the end of its term.

The Governing Council will have the power to fill any vacancies of any office bearer. The appointment shall be made within three months of the vacancy arising. The term of the newly appointed office bearer will be limited to the time left of the original term as if no vacancy had arisen. In filling any vacancy, the vote of the Governing Council shall be by simple majority.

Article 10 – General Assembly

The General Assembly of OMED will comprise two delegates from each national member Society and all members of the Governing Council. The right to vote will be restricted to voting members of the Governing Council plus one vote for each member country which has submitted its annual dues. The President will hold a casting vote if required.

Among the duties of the General Assembly are:

- ◆ to approve the Governing Council
- ◆ to ratify the work of the Governing Council
- ◆ to admit new Societies or accept resignations
- ◆ to approve the setting up of new Committees
- ◆ to attend to any other business related to the aims of the Society



- ◆ to amend the Statutes

A meeting of the General Assembly of OMED will take place during each World Congress, but an extraordinary meeting may be held at any time determined by the Executive Committee. Meetings will be called by the Secretary-General through the Administrative Secretariat three months in advance.

The General Assembly meeting will be legally constituted when representatives of 25% of the voting members are present.

For specific issues (such as the approval of the new Governing Council) decisions may be taken by postal or electronic voting without calling a General Assembly meeting.

All decisions are taken by simple majority of those who hold the right to vote, except when differently stated in the Statutes.

Article 11 – Honorary Lectures

Three honorary lectures will be delivered at each World Congress to commemorate Drs. Rudolf Schindler, Francois Moutier and Sadataka Tasaka each zone will have the privilege of nominating one of the lecturers. The lecturers will be guests of the Congress.

Article 12 – Duties of the Officers

The President will be responsible for the proper functioning of OMED and will make decisions with the knowledge and consent of the Executive Committee. Such decisions are to be reported to the Governing Council.

A mail or electronic ballot of Council or the General Assembly may be called by the President with the consent of the Governing Council.

The President or his designated deputy will preside at all meetings of the Governing Council and at the General Assembly meetings of OMED.

The Secretary General in conjunction with the Administrative Secretariat will prepare the agenda for the General Assembly meeting and submit it to the Governing Council and member Societies at least three months prior to the date of the Assembly meeting.



One year before the World Congress the Secretary-General will seek nominations from the zones for the Treasurer and for Chairmen of the Standing Committees. The National Societies may also nominate individuals to chair the Standing Committees. Each of the zones in turn will be invited to nominate the President Elect for the forthcoming period ensuring rotation of this post to each zone in turn.

The Treasurer will be responsible for, but will delegate to the Administrative Secretariat, the collection of the annual subscriptions from the Zones or member Societies. The Treasurer will also be responsible for coordinating with WGO the profits arising from the World Congress. He/she will keep and administer the funds of OMED and will present a balance sheet to the Governing Council annually.

The President-Elect will assist and advise the President in his duties.

Article 13 – Administrative Secretariat

The Administrative Secretariat will be chosen by a special selection committee appointed by the President. The President shall sign the contract for OMED after the committee has made its choice and it has been approved by the Governing Council. The contract will be reviewed quadrennially.

The Administrative Secretariat will be responsible to the Governing Council through the Executive Committee.

Article 14 – Amendments to the Statutes and Dissolution

Any proposed amendments to the Statutes will be presented to the Secretary-General in writing and be signed by two or more member Societies, or two or more members of the Governing Council. The Secretary-General will forward the proposed amendments to the Governing Council for approval which will be decided by simple majority before submitting the proposed amendments to the General Assembly.

Any proposals to dissolve OMED should be presented in writing to the Secretary-General at least three months in advance of the General Assembly meeting to be included in the agenda.

Any amendments to the statutes will require a 2/3 majority of the General Assembly whereas any proposal to dissolve OMED will require a 3/4 majority of those having the right to vote at a General Assembly.

The Statutes may be changed by postal/electronic voting provided that the changes have been approved by the Governing Council and have been circulated to the General Assembly three months before the vote takes place.



Each member has the right to vote for the approval and amendment of the Statute, for the regulations and election of the Governing Council.

The membership cannot be transmitted “inter vivos” or “mortis causa” and is revoked if the member renounces or is excluded.

Should the association terminate for any reason, the patrimony of the organization must be entirely devolved to other Associations with the same objectives of Public Utility, prior approval from a supervising organization as declared in art.3, c.190 of the Italian law n.662 on the 23rd of December 1996.

Article 15 – Rules of Procedures

The President, with prior consent of the Governing Council, may prescribe and introduce By-Laws to facilitate the implementation of rules of procedure. Changes in By-laws must be reported to the General Assembly.

Article 16 – Committees

The Committees of OMED will be as follows:-

Sub-Committees of Governing Council

Finance Committee

Treasurer (Chair)

President

Secretary General

President-Elect

Nominations Committee

The membership of the Nominations Committee will be as follows:-

President (Chair), Past President, President-Elect, Secretary-General, the three Presidents of the Zones or their deputy and three independent nominees from each of the three Zones that should be chosen in each zone by a democratic process of election by the constituent National Societies.

The Nominations Committee will submit names to the Governing Council for the positions of Treasurer and Chairmen of the Standing Committees.

This Committee will also be responsible for putting forward names to the Governing Council for Honorary presidency of OMED and Honorary membership of OMED.



Standing Committees

- ◆ Research
- ◆ Education
- ◆ Colorectal cancer screening and surveillance committee
- ◆ Standards of practice and guidelines committee
- ◆ Documentation and Standardization
- ◆ Upper gastrointestinal cancer committee
- ◆ Surgical endoscopy committee

The structure and membership of the Standing Committees will be the responsibility of the chairmen of the committee taking into account the recommendations of the Governing Council.

A report from each Standing Committee will be circulated to the General Assembly annually together with a report from the President, the Treasurer and the Secretary-General.

Ad hoc Committees, Appointed Officers and Study Groups

The Governing Council is empowered to establish at any time Ad hoc Committees, Study Groups or officers to fulfil specific tasks within the aims of OMED.

It may provide for the integration of new Committees among the Standing Committees subject to the approval of the General Assembly.

The names of all ad hoc committees, ad hoc officers and study groups must be communicated to the General Assembly.

The current ad hoc committees, working groups and officers of OMED are as follows:

- ◆ Archives and History Committee
- ◆ Industrial liaison officer

Composition and tenure of OMED Committees

Chairmanship and membership of Standing and Ad hoc Committees shall last for four years with the possibility of one additional four years term only.

Article 16 – Court of jurisdiction

All cases not included in these statutes must be referred to the Italian Civil Code.