

Articles of the Nordic Federation of Societies of Obstetrics and Gynecology

Amended and adopted at the extraordinary Assembly of Delegates on 29 October 1993; further amended at the Assembly of Delegates on 4 June 2000 in Oslo, at the Assembly of Delegates on 2 June 2002 in Umeå and at the Assembly of Delegates on 14 June 2004 in Helsinki.

I. Constitution, membership and objectives

§1 The Nordic Federation of Societies of Obstetrics and Gynecology (hereinafter referred to as the Federation) is an association of the following national societies: the Danish Society of Obstetrics and Gynecology (Dansk Selskab for Obstetrik og Gynaekologi, DSOG), the Finnish Association of Obstetrics and Gynecology (Suomen Gynekologiyhdistys, SGY), the Icelandic Society of Obstetrics and Gynecology (Félag Islenskra Fædinga-og Kvensjukdóma-lækna, FIK), the Norwegian Society of Gynecology and Obstetrics (Norsk Gynekologisk Forening, NGF) and the Swedish Society of Obstetrics and Gynecology (Svensk Förening för Obstetrik och Gynekologi, SFOG).

The name of the Federation is: "The Nordic Federation of Societies of Obstetrics and Gynecology".

The Federation is a non-profit-making body for the public benefit.

The domicile of the Federation is in Denmark.

The official language used by the Federation is English.

§2 The objectives of the Federation are to promote progress in the Nordic countries in the field of obstetrics and gynecology, encourage scientific and practical cooperation between Nordic obstetricians and gynecologists, and also to work towards a high standard of training at all levels in obstetrics and gynecology. The Federation shall also work for the improvement of the reproductive health of women all over the world.

2:2 This cooperation should include:

- the transference of information between the boards of the individual national gynecological societies regarding circumstances of relevance for training and professional practice in obstetrics and gynaecology in the Nordic countries.
- support of the national gynecological societies with factual information, arguments and colleagues' experience that is considered of value to the activities of the national societies.
- the stimulation of joint activities in research and training, such as further education in obstetrics and gynecology in the Nordic countries.
- normally the organisation every other year in the Nordic countries of a congress on obstetrics and gynecology, in accordance with a special enactment (SE, "Congress").

- publication of a scientific journal named “Acta Obstetricia et Gynecologica Scandinavica”, in accordance with a special enactment (SE, “Acta”).
- working towards good and close contact between the individual members of the different national societies by setting up a website (www.nfog.org) and issuing a members’ journal called the “NFOG Bulletin”. The website will be under the direction of a Webmaster appointed by the Board. The Bulletin, which shall be issued in the manner that most effectively reaches most members, e.g. via the Federation’s website (SE, “NFOG Website”).

2:3 The Federation shall represent the Nordic countries jointly in those international gynecological and obstetrical associations in which the national societies have chosen to be represented in the form of a federation (“Scandinavia”).

2:4 Membership of the Federation shall cease

- in accordance with a decision by a national society to withdraw its members from the Federation. Such a decision shall become effective six months after the date on which the national society’s written notice of withdrawal has been received by the Federation’s Chairman or Secretary General.
- if a member society has failed to fulfil its financial obligations to the Federation, e.g. failure to pay its statutory membership fees within one year of having been requested to do so by the Federation’s Treasurer.
- by decision of the Assembly of Delegates on the basis of a report submitted by the Federation’s Board. Such a decision requires at least a three-fourths majority of the votes cast.

II. Membership fees

§3:1 Each national member society shall pay the Federation an annual fee, based on the number of non-superannuated registered members of the society. The amount of the fee shall be determined by the Assembly of Delegates by recommendation of the Board on the basis of the Treasurer’s final accounts and budget proposal.

3:2 The member societies accept no responsibility for the Federation’s financial commitment or undertakings over and above the parameters laid down in the adopted budget.

3:3 It is assumed that the finances of the Federation are based entirely on the Federation’s own financial resources.

III. Organisation and management

§4 The decision-making bodies of the Federation are the Assembly of Delegates and the Board.

§5 Assembly of Delegates

5:1 The Assembly of Delegates is the Federation’s ultimate decision-making body. It shall consist of delegates appointed by the individual member societies and the Federation’s Board. All delegates and board members are entitled to speak in the Assembly of Delegates. Each national member

society shall possess a number of votes, proportional to the number of its members, according to the following table:

<i>Number of registered members:</i>	<i>Number of votes</i>
- 100	1
101-300	2
301-500	3
501-900	4
901-	5

Each member society may distribute its own votes among an optional number of delegates, but the number of delegates may not exceed the number of votes.

A member of the Board is not entitled to vote in the Assembly of Delegates. Voting rights in the ordinary Assembly of Delegates may be exercised only by society delegates present in person. Voting rights at an extraordinary Assembly of Delegates may be exercised by the individual member societies by written votes in respect of specific questions that appear on the agenda, if the society is unable to send a delegate to represent it in person. To be valid, such a written vote must be in the hands of the Federation's chairman not later than seven days before another Assembly of Delegates is held.

5:2 The Assembly of Delegates holds

- an ordinary general meeting at least once every other year, preferably in connection with the Nordic Congress.
- an extraordinary meeting to deal with special matters when the Board finds this necessary, or when one of the member societies so requests.

5:3 The Board shall see that the notice to attend and agenda for the Assembly of Delegates, both ordinary and extraordinary, is in the hands of the chairmen of the respective member societies at least two months before the meeting.

The agenda at the ordinary Assembly of Delegates shall consist of:

1. Election of chairman and two minutes checkers for the meeting.
2. Report by the Board.
3. Committee reports.
4. Treasurer's financial report.
5. Auditors' report.
6. The question of granting discharge from liability for the management of the Federation's affairs and assets by the Board and Treasurer.
7. Confirmation of budget and annual fee for the coming period of operation until the next ordinary Assembly of Delegates.

8. Election of the Federation's chairman.
9. Election of Secretary General or Treasurer in the event of expiry of their period(s) of office. Ordinary election of Secretary General and Treasurer shall normally not take place at the same Assembly of Delegates.
10. Election of three auditors (of which one shall be an authorised public accountant) and a deputy auditor for the next period of administration.
11. Next congress.
12. Acta Obstetricia et Gynecologica Scandinavica.
13. Website, NFOG Bulletin.
14. Any other business.

5:4 Voting at the Assembly of Delegates shall be open unless otherwise requested. A resolution requires a simple majority of votes cast, unless otherwise prescribed by a specific regulation. In the event of parity of votes the issue shall be decided by lot.

5:5 Resolutions at an ordinary Assembly of Delegates may deal with (a) matters listed on the agenda and (b) matters not listed on the agenda, provided that a four-fifths vote is obtained for a proposal to resolve such a matter.

5:6 The proceedings of the Assembly of Delegates shall take place in the English language.

5:7 Individual members of the different national societies are entitled to attend the Assembly of Delegates, but not to speak.

§6 The Board

6:1 The Board consists of:

- The Chairman, elected by the Assembly of Delegates for a period of two years with the option of re-election on one occasion.
- The Secretary General, elected by the Assembly of Delegates for a period of four years with the option of re-election on two occasions for two years on each occasion.
- The Treasurer, elected by the Assembly of Delegates for a period of four years with the option of re-election on two occasions for two years on each occasion.
- The period of office of the Treasurer when elected shall coincide with the Federation's financial year, i.e. beginning on 1 January the year after the election takes place and concluding on 31 December of the year in which a new Treasurer has been elected.
- Five national members (chairmen of the individual national member societies, or persons appointed by the societies concerned if the Chairman cannot take part in a meeting).
- Permanently coopted members:
 - The current Congress President, elected by the Assembly of Delegates in accordance with a special enactment (SE, "Congress").
 - The Editor in Chief of Acta Obstetricia et Gynecologica Scandinavica, appointed by the Board in accordance with a special enactment (SE, "Acta").
 - The Editor of the NFOG Bulletin, appointed by the Board in accordance with a special enactment.
 - The Webmaster of NFOG website.
 - The Chairman of NFYOG.

- The chairmen of the committees, if the Board so decides.
- The newly-elected Treasurer, for the period as from the holding of a new election up to and including 31 December of the same year.
- Temporarily coopted members: - may, at the request of the Board or the individual member society entitled to comment on proceedings, be granted the opportunity to be present at the consideration of a particular, specified matter during a board meeting.

6:2 Those members of the Board entitled to vote are the Chairman, Treasurer and the five national representative members.

6:3 The Secretary General has consultative status at the meetings of the Board but is not entitled to vote. The Secretary General is responsible for the implementation of the decisions taken by the Board. The Secretary General is also responsible for the continuously ongoing administrative activities of the Federation. The Secretary General is to make preparations for the meetings of the Board and Assembly of Delegates and arrange for them to be minuted. The Secretary General is responsible for the Federation's archives. The Secretary General is entitled, in cooperation with the Federation's Chairman or as delegated by him/her, to represent the Federation and its interests vis-à-vis outside agencies.

6:4 The Treasurer shall be responsible for the ongoing financial administration of resources belonging to the Federation, within the framework of the decision of the Assembly of Delegates and the directive of the Board. The Treasurer is also the Finance Manager of Acta's editorial staff (SE, "Acta").

Not later than 1 April each year, the Treasurer shall submit proposed final accounts to the Board. When an ordinary Assembly of Delegates is to be held, a budget proposal for the succeeding period of administration shall also be appended to the draft final accounts.

Not later than one month prior to the Assembly of Delegates, the Treasurer shall submit all the documents examined by the authorised public accountant that are necessary for the performance of the ordinary auditing of operations to the Federation's two internal auditors.

The financial year of the Federation shall be the period 1 January – 31 December.

6:5 The Board shall work towards and resolve on measures that promote the interests of the Federation. The Board will meet when summoned by the Chairman and Secretary General jointly, or when a member society so requests. The Board shall meet at least once a year and always in association with an Assembly of Delegates. The Board forms a quorum when at least four of the seven board members entitled to vote are present.

Voting will be open unless otherwise requested. Resolutions are passed by simple majority. In the event of parity of votes, the sitting Chairman's vote will be decisive, other than in secret voting, in which the parity will be resolved by lot.

Board meetings shall be minuted. Matters may be resolved *per capsulam*, i.e. after each individual board member has given an opinion without convening a meeting, provided all board members entitled to vote agree on such a resolution.

6:6 The Board may appoint temporary or permanent committees (SE, “Committees”) to discharge its various tasks, and shall in such cases issue specific instructions for the activities of the committees concerned and their reports to the Board. Each committee shall consist of five members, appointed by the individual member societies. Each committee shall appoint its own chairman and secretary within itself. Not later than 1 May each year the committees should submit a written annual report to the Board dealing with the results achieved by the committee concerned during the previous year of activity and its planned activities.

6:7 The Board shall work to achieve as good and close a contact as possible between the individual members of the national societies and the management and information agencies and committees of the Federation. For this purpose the Board shall organise, in association with each Nordic Congress, a members’ meeting including a discussion of the Federation’s affairs, open to all individual society members. Representatives of the Board, its committees, the editorial staff, website and the NFOG Bulletin shall take part in this members’ meeting. Those taking part in this members’ meeting shall be free to speak and put forward proposals, but no decisions shall be taken. The members’ meeting shall precede the Assembly of Delegates.

§7 Nominations and Nomination committee

Proposals for holders of positions of trust within the Federation who are to be nominated by the Assembly of Delegates (i.e. the Chairman, Secretary General and Treasurer plus three auditors and deputy auditor) shall be drawn up by a nomination committee consisting of a representative of each of the five member societies. The nomination committee’s own proposal for the holder of a particular position of trust, together with a list of the persons who are electable on the basis of proposals from individual national societies, shall be distributed with a notice to attend an Assembly of Delegates, not later than two months before that assembly. It is the responsibility of each member society, at the request of the Secretary General, to inform the Secretary General at least four months before the Assembly of Delegates who it has appointed to be the society’s nomination committee representative. The nomination committee shall constitute itself at the request of the Secretary General and appoint a chairman and secretary from within itself. Each national society has up to three months before the date of an appointed Assembly of Delegates at which a nomination is to take place to submit its proposal for the holder of the relevant position of trust to the nomination committee.

The Board may request the nomination committee to assist in the recruitment of the Chief Editor of *Acta Obstetricia et Gynecologica Scandinavica* and the Webmaster NFOG.

§8 If the Chairman, Secretary General or Treasurer resigns during the current period of office, the Board of the Federation shall immediately appoint an interim replacement for the remainder of the period.

If a national representative member should resign from the Board or a committee during the current period of office, the member society concerned shall immediately appoint a replacement by means of by-election.

IV. Statute amendment and dissolution of the Federation

§9 Amendment of these statutes requires at least a two-thirds majority of the votes cast. The votes cast must represent at least half of all available votes. Should the number of votes cast not

represent at least half of the available votes, an extraordinary Assembly of Delegates may be convened to resolve the statute amendment question, if the Board so decides. This extraordinary Assembly of Delegates may be convened 1-7 days after an ordinary Assembly of Delegates.

If it is to be considered by the upcoming Assembly of Delegates, a proposal for the amendment of current statutes shall be in the hands of the Board not later than three months before the Assembly of Delegates at which it is proposed that such an amendment be resolved. The proposal for amendment of current statutes shall be appended to the notice to attend the Assembly of Delegates, together with the Board's statement.

The statutes shall immediately be amended in the event of withdrawal from the Federation of any individual, national member society.

§10 The Federation shall be considered to have been dissolved if three of the five member societies decide to withdraw from the Federation. On the dissolution of the Federation, all its assets shall, by decision of the Board, immediately be disposed of for charitable purposes in accordance with the overall objectives of the Federation, e.g. for the stimulation of research and training in obstetrics and gynaecology in the Nordic countries.