

IMIA

INTERNATIONAL MEDICAL INFORMATICS ASSOCIATION

BYLAWS



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Introduction

The Bylaws of IFIP refer extensively to Special Interest Groups. Chapter 5 of the IFIP Bylaws outlines a general framework for the Bylaws of Special Interest Groups, and at the same time defines the formal relationship between the parent organization (IFIP) and the SIG.

It is clear that in general, the SIG Bylaws will add specificity to the articles of Chapter 5 mentioned above, or contain some rules that are not referred to at all in Chapter 5.

The present IMIA Bylaws are written as an integration of Chapter 5 articles and IMIA additions. This structure allows easy reference to the IFIP Bylaws, and easy control of the compatibility of IFIP Bylaws and specific IMIA rules. There are disadvantages too, which might be resolved in future versions. As the Chapter 5 articles are an integral part of IMIA Bylaws, any change in the IFIP Bylaws will cause an adaptation of the IMIA Bylaws. A more important disadvantage is a difference in terminology of the Chapter 5 statements and the particular IMIA statements, mainly caused by the differing point of view. One is written from the point of view of the parent organization, the other from the point of view of the SIG.

1. **ARTICLE 1**

Name, Scope and Aims

1.1 *The name of the Association*

The name of the Special Interest Group is: "International Medical Informatics Association" of IFIP. The abbreviated name is: IMIA.

The Association was established in 1978 to serve the specific needs of the application of information science and information technology in the fields of Health Care and Biomedical Research. This field is also referred to as Medical Informatics.

1.2 *The Aims of the Association*

The Basic aims of the Association are:

- a) to promote Informatics in Health Care and Biomedical Research;
- b) to advance international cooperation;
- c) to stimulate research, development and routine application;
- d) to further the dissemination and exchange of information;
- e) to encourage education and responsible behaviour;
- f) to represent IFIP with the World Health Organization and any other relevant professional or governmental organization.

1.3 *Language*

The business language of IMIA is English

2. **ARTICLE 2**

Membership

2.1 *National Members*

In each country, one society or a group of societies or an appropriate body which is representative of the national activities within the field of Medical Informatics, may become a National Member.

When the organization which qualifies for membership is a subordinate of another organization, one or both may apply for membership.

When no appropriate body can be identified in a country, and that country is represented in IFIP by a Full Member,

then the IFIP Full Member upon request of country or IMIA may assume all responsibilities of an IMIA National Member, until such time that an appropriate body in that country is identified and is admitted as National Member.

The legal status of a National Member shall allow its representative to vote on all matters of concern to IMIA and the National Member; proxies shall not be restricted in the execution of decisions within IMIA.

2.2 *Regional Members*

Where a functional Regional Group exists it may be accepted by IMIA as a Regional Member.

The legal status of a Regional Member shall allow its representative to vote on all matters of concern to IMIA and the Regional Member shall not be restricted in the execution of decisions within IMIA.

2.3 *Associate Members*

The Chairmen of Scientific or Technical Committees or Working Groups shall be Associate Members for the duration of their terms of office as chairmen.

2.4 *Affiliate Members*

Any international organization, professional or governmental, professionally engaged within the field covered by IMIA or closely related fields, may become an Affiliate Member.

2.5 *Honorary fellows*

Honorary fellows are persons who have earned exceptional merit in furthering the aims and interests of the IMIA. Honorary fellowship is conferred for life.

2.6 *Supporting Institutions*

Any institution, company, hospital or other organization working in the field covered by IMIA or closely related fields may become a Supporting Institution.

3. ARTICLE 3

Admission and Termination of Membership

3.1 *Admission*

The General Assembly shall decide on the admission of National Members, Regional Members, Affiliate Members and Supporting Institutions upon recommendation of the Admission Committee. All admissions must be accepted by a two-thirds majority vote of the IMIA General Assembly.

3.2 **Observers**

Representatives from countries who are not members of IFIP or IMIA, engaging in significant medical informatics activities or planning, may, by a majority vote of the General Assembly, be accepted as observers at IMIA meetings for a maximum period of three years.

3.3 **Application for Membership from a Country already represented**

If an application is received from a country already represented by a Full Member, the Admissions Committee shall attempt to solve the difficulties by contacting the organizations involved. If the negotiations are not successful, the Committee shall prepare a report to the General Assembly recommending one of the following alternatives:

- a) to reject the new application,
- b) to propose to the General Assembly that the applying organization is more representative than the existing Full Member,
- c) to suggest to the organizations a mechanism for merging their interests and then to re-examine the matter one year later.

3.4 **Correspondents**

Individuals acting on behalf of a group of persons in a country that is neither represented in IFIP nor has an appropriate body eligible for National Membership may apply to become a Correspondent for a maximum period of three years.

4. **ARTICLE 4**

Operation

The governing and advisory bodies of the IMIA shall be:

- General Assembly
- Board
- Executive Committee
- Standing and Ad Hoc Advisory Committees.

The scientific activities of IMIA will be channelled through:

- Scientific and Technical Committees
- Working Groups.

4.1 **General Assembly**

4.1.1 **Composition, Voting Rights and Quorum**

The General Assembly shall be composed of one representative and an alternate from each National and Regional Member, Affiliate and Associate Members, the

Honorary Fellows and a representative of IFIP. Supporting Institutions are not represented at the General Assembly of IMIA.

Members of the IMIA General Assembly should be encouraged to appoint a representative for a period of three years.

The Member countries of the General Assembly have only one vote, independent of their number of representatives.

The voting rights of Members that are not National or Regional Members are restricted to issues of a scientific and technical nature raised within the context of a Scientific and Technical Committee, a Scientific Programme Committee, or a Working Group.

The General Assembly shall be able to conduct business if at least half of the National and Regional Members are present or represented by proxy. Only National or Regional Members can execute proxies. For a particular General Assembly, a National Member may waive his voting right. In this case, the vote of the National Member shall be counted for the quorum.

If the quorum is not achieved, another General Assembly shall be convened within six months and only after such a time that all Members can be notified at least one month in advance. This General Assembly shall operate without any quorum restriction. In the meantime, the Board shall conduct the business of the Association. Decisions of the General Assembly shall be taken by a simple majority of those Members present or represented by proxy who have the right to vote, unless provided otherwise in these Bylaws.

If in a case where a two-third majority of all National and Regional Members is required and there are less than two-thirds of those Members present or represented by proxy, a General Assembly shall be convened within six months for the same purpose, and at this meeting a majority of two-thirds of the National and Regional Members present or represented by proxy shall be required. Such a General Assembly shall be held only after a time such that all members can be notified at least a month in advance. This notification shall state precisely the questions at issue to which the special vote conditions, specified above, shall be applicable.

4.1.2 Authority

Within IMIA, the General Assembly shall be the supreme authority. The General Assembly shall determine fundamental policy, adopt the programme of activity, hear and approve the reports of any subordinate bodies it may have established, decide on admission and exclusion of Members, elect Officers and Trustees, adopt the budget, review the expenditures, accept the audit reports and adopt official documents.

Of these responsibilities, the following cannot be delegated to the Board: changes of the IMIA bylaws, the admission and exclusion of Members, the election of Officers, the adoption of the budget.

The General Assembly is responsible for the implementation of the programme of IMIA.

The General Assembly may create Advisory Committees, Scientific and Technical Committees, and Working Groups.

The General Assembly will decide upon recommendations to be brought before the IFIP General Assembly.

4.1.3 Meetings

The General Assembly shall decide on the dates and places of its meetings. Furthermore, the General Assembly may be convened at any time if the President deems it necessary. It may also be convened at the request of the Board or the Executive Committee or of a majority of the General Assembly Members. In these cases, the meeting shall be convened within six months and only after such time as all members can be notified at least one month in advance.

The General Assembly shall meet at least once a year. As a standard rule the meeting shall be held shortly prior to the annual IFIP General Assembly meeting.

4.1.4 Minutes of the General Assembly Meetings

The minutes of the General Assembly meetings as submitted by the Secretary shall be approved by the next General Assembly meeting.

4.2 Board

4.2.1 Composition

The Board shall be composed of the President, (who will act as chairman) one vice President, the Secretary, the Treasurer and the Trustees. All shall be elected by the General Assembly from among its National Members. The term of a trustee is three years. There shall be at least one and not more than five Trustees.

In addition each Regional Member has the right to nominate a vice President to the Board.

4.2.2 Term of the Members of the Board

The term of office shall be three years. If a person who was elected to the Board resigns or dies while in office, the General Assembly may elect a successor for the unexpired portion of the term.

Board Members can be discharged for a misdemeanor by a two-third majority vote of National and Regional Members of

the General Assembly present, or represented by proxy. A Board Member who has not attended two consecutive Board meetings may be deemed to have resigned and a successor may be elected.

4.2.3 Authority

The authority of the Board shall be to administer and to make decisions for IMIA, with the exception of those decisions specially reserved for the General Assembly as defined in 4.1.2. The Board will review and revise programme and budget, if needed, between General Assembly meetings. The General Assembly may delegate to the Board any decision which normally falls within the competence of the General Assembly.

4.2.4 Quorum and Majority

The Board shall be able to conduct business if at least half of its Members are present. Decisions of the Board shall be taken by a simple majority of the Members present. The chairman has an additional vote which may be used to break a tie vote.

4.2.5 Meetings

The Board shall decide on the dates and places of its meetings. It may convene at any time the President deems necessary; it shall also convene within two months, following the request of a majority of its members.

4.2.6 Minutes

The minutes of the meetings of the Board will be approved by the next Board meeting.

4.3 Executive Committee

4.3.1 Composition and Election

The President, the elected vice President, the Secretary, the Treasurer, and the outgoing President during the year following the end of his term shall form the executive committee of IMIA. These persons shall be the Officers of IMIA.

The term of an Officer is three years. An Officer may not be elected to the identical office for more than two consecutive terms. Incomplete terms shall not count.

If an Officer resigns or dies while in office, a successor shall be elected for the unexpired portion of the term. In

case of emergency, the Board shall be entitled to elect a temporary successor for the period until the next General Assembly meeting.

A Member of the Executive Committee can be discharged for misdemeanor by a two-third majority vote of the General Assembly National Members present or represented by proxy.

4.3.2 Authority

The Executive Committee conducts the day-to-day operations of IMIA.

The President shall convene and conduct the General Assembly, the Board and the Executive Committee. During the absence or incapacity of the President, the elected vice President shall act in his stead in all matters. In the case that he too is absent, the Officer longest in office shall act in his stead.

4.3.3 Meetings

The Executive Committee shall decide on the dates and places of its meetings. The Minutes of the Executive Committee meetings shall be approved by the President.

4.4 Standing and Ad Hoc Advisory Committees

These Committees advise the General Assembly in policy matters that require detailed analysis. The term of office of Committee members is not more than three years. These Committees are composed of two or three members elected from the General Assembly National Membership.

4.5 Scientific and Technical Committees

A Scientific and Technical Committee is established by the General Assembly upon the submission of a relevant proposal containing: scope, aims and composition.

A Scientific and Technical Committee differs from a Working Group in the sense that is not required to achieve a concrete goal within a restricted period of time. Rather, it is the expression of the continuous interest of IMIA for certain areas or activities falling within the scope of IMIA. In selecting Committee members both expertise and international distribution shall be considered. The scope of Scientific and Technical Committees shall be attached to these Bylaws.

The Chairman of a Scientific and Technical Committee is elected by the General Assembly upon recommendation of the Executive Committee. The members of a Scientific and Technical Committee are appointed by the IMIA President.

Membership is restricted to those persons who are from a member country of IMIA.

The Chairman of a Scientific and Technical Committee may designate a Vice-chairman and a Secretary from the Committee membership. The term of office of all Committee Officers shall be three years and may be renewed only once.

4.6 Working Groups

A Working Group is established by the General Assembly upon the submission of the proposed scope of the Working Group. A Working Group consists of experts selected and assigned, without consideration of nationality, to work in a specified area. The scope of an established Working Group shall be included in the Appendix of these Bylaws.

The Chairman of a Working Group is elected by the General Assembly upon recommendation of the Executive Committee.

The members of a Working Group are appointed by the IMIA President.

Membership is not restricted to IMIA Member countries.

The Chairman of the Working Group may designate a Vice-chairman and a Secretary with the approval of the Working Group Membership. The term of a Working Group shall be three years but may be renewed a further year.

The Chairman of the Working Group shall report to the General Assembly once a year and to a Board meeting or a meeting with the Executive Committee once a year between the General Assembly meetings. If no report has been delivered in one calendar year the Working Group shall automatically be dissolved.

Publication by a Working Group may be made only after review by the General Assembly. After approval the publication becomes an official IMIA publication.

5. ARTICLE 5

Finances

IMIA is responsible for maintaining its own funds and providing satisfactory accounting reports to the IFIP treasurer. Any overall surplus in IMIA funds belongs to IMIA and will be retained in the IMIA accounts.

The IMIA Treasurer on behalf of the Executive Committee submits the annual budget to the IMIA General Assembly, having collected and reviewed the budgets of all subordinate bodies. The General Assembly adopts the budget for the next year before the Annual IFIP General Assembly Meeting with a simple majority vote of all National Members present or represented by proxy.

In case of rejection of an IMIA budget, the IMIA General Assembly shall decide upon limits within which the Treasurer can draw up a revised budget which is to be adopted by the subsequent IMIA Board meeting. When IMIA has to be operated temporarily without an approved budget, the regular expenditures may be continued, but no new commitments shall be made unless explicit approval of the IMIA General Assembly has been obtained.

When the IFIP General Assembly convenes prior to the IMIA General Assembly, the Executive committee shall submit to the IFIP General Assembly a preliminary annual budget which, subsequently must to be submitted to the IMIA General Assembly.

When the IMIA annual budget is not accepted by the IFIP General Assembly, the IFIP General Assembly is bound to set limits within which IMIA operations can be continued.

The Treasurer reviews for the IMIA Board the financial outcome of the preceding year as comprehensively as possible. His subsequent report to the IMIA General Assembly is to be accompanied by a statement of an Audit Committee.

The IFIP Financial Standing Orders will be applied within IMIA whenever it is possible.

The IMIA books shall be audited by an Audit Committee.

Each National Member pays annual dues in the currency in which the IMIA books are kept. The amount to be paid by each member and the procedure of payment is determined by the General Assembly and may be revised annually.

6. ARTICLE 6 Commitments

Any document committing IMIA, except in the case of special proxies, shall be signed by a member of the Executive Committee who does not have to justify his position of authority.

All legal actions, whether as plaintiff or as defendant, shall be the responsibility of the Executive Committee, represented by the President or one of its members, designated for this purpose.

ARTICLE 7

Bylaws and Amendments

All proposals for modification of these Bylaws or dissolution of IMIA must be submitted by a National or Regional Member. Any such proposal shall be brought to the notice of all members of the General Assembly at least one month in advance of the meeting at which it will be discussed. Approval of such proposals shall require a two-thirds majority of all National Members.

In case of dissolution, the General Assembly shall by two-thirds majority propose to the IFIP General Assembly the method of liquidation of the IMIA and the disposal of its assets.

