

## **1 Name, Fiscal Year, Registration**

- 1.1 The name of the society is: "European Society for Computing and Technology in Anaesthesia and Intensive Care (ESCTAIC)".
- 1.2 The fiscal year corresponds to the calendar year.
- 1.3 The registered office of the society is Lübeck / Germany.
- 1.4 The society is registered in the official register of the City of Lübeck.

## **2 Objectives**

- 2.1 The objectives of ESCTAIC are:
  - 2.1.1 the promotion of scientific and practical matters in the field of computer science and technology in anaesthesia and intensive care in Europe,
  - 2.1.2 to develop and promote the cooperation between European institutes active in the field of data processing and technology in anaesthesia and intensive care,
  - 2.1.3 to promote the exchange of information and cooperation between individuals, scientific institutions and business enterprises,
  - 2.1.4 the dissemination of information about computer and technology,
  - 2.1.5 the communicating with other companies dealing in this area,
  - 2.1.6 to promote teaching and training in this field,
  - 2.1.7 the use of knowledge and experience in the fields of computing and technology in anaesthesia and intensive care.
- 2.2 In order to achieve these objectives, ESCTAIC will organize meetings, courses, workshops and congresses as well as promote publications.
- 2.3 ESCTAIC not profit-oriented.
  - 2.3.1 ESCTAIC only and exclusively pursues goals that are not profit-oriented.
  - 2.3.2 The funds of ESCTAIC can only be used in accordance with the Statute of ESCTAIC.
- 2.4 The members of the Executive Committee or other ESCTAIC members may be granted appropriate compensation or reimbursement - including a lump sum - for their work, the amount of which is decided by a Financial Committee. The Financial Committee consists of the members of the Executive Committee who are not affected by the specific resolution as well as the two Financial Auditors elected by the General Meeting.
- 2.5 The reimbursement of necessary expenses is allowed.
- 2.6 Reimbursement of such expenses is not permitted if the purpose of the payment is beyond the interests of ESCTAIC or if the amount to be paid is unjustifiably high.
- 2.7 The audited annual balance of the Society is presented at the General Meeting.

## **3 Members of ESCTAIC**

- 3.1 ESCTAIC consists of
  - 3.1.1 Ordinary members
  - 3.1.2 Associate Members
  - 3.1.3 Corresponding Members
  - 3.1.4 Honorary Members

- 3.1.5 Distinguished Members
- 3.2 Persons working in the field of computer and technology in anaesthesia and intensive care can be accepted as Full Members.
- 3.3 Associate Members may be public bodies, companies or companies active in the field of computer and technology in anaesthesia and intensive care.
- 3.4 Persons involved in computing and technology in anaesthesia and intensive care can be nominated as Corresponding Members.
- 3.5 Outstanding personalities who have contributed to the development of computing can be appointed Honorary Members.
- 3.6 ESCTAIC Members who have made an exceptional contribution to the promotion and development of the objectives of ESCTAIC can be appointed as a Distinguished Member.

## **4 Application for Membership**

- 4.1 The application for membership must be made in writing and addressed to the Executive Committee.
- 4.2 The Executive Committee may reject the admission by a 4/5-majority.
- 4.3 Any ordinary member may propose the appointment of a Corresponding or Honorary Member.
- 4.4 The Executive Committee may decide on the appointment of a Corresponding or Honorary Member by a 4/5-majority.

## **5 Electoral Law and Eligibility**

- 5.1 Full Members are eligible to vote. They can be elected to the Executive Committee of ESCTAIC. Every Ordinary Member has one (1) vote. The transfer of a vote to another member is not possible."
- 5.2 Associate, Corresponding and Honorary Members are not eligible to vote. They cannot be elected to the Executive Committee of ESCTAIC.

## **6 Membership Fee**

- 6.1 Full and Associate Members pay a membership fee. The Executive Committee proposes the amount in question. It is decided at the General Meeting by simple majority. The fee is payable until 1st of January of the current year.

## **7 Termination of Membership**

- 7.1 The membership can be terminated
  - 7.1.1 by a member sending a written notice of resignation to the Executive Committee,
  - 7.1.2 by abolishing the membership.
    - 7.1.2 a) This can be done by the Executive Committee if, despite two (2) warnings, the member did not pay his due contribution within the current year.

- 7.1.2 b) It may take place if a member violates the interests of ESCTAIC. In this case, after duly informing the member of the General Meeting, the Executive Committee proposes to cancel the membership. The member is excluded if two-thirds (2/3) of the General Assembly vote in a secret ballot. The member concerned must be given the opportunity to make a personal statement either at the General Meeting or by written declaration.
- 7.2 Upon termination of membership, no claims can be made to ESCTAIC.

## **8 Organization of ESCTAIC**

- 8.1 The organization of ESCTAIC consists of
- 8.1.1 of the General Meeting
- 8.1.2 the Executive Committee

## **9 Resolutions, Minutes**

- 9.1 Resolutions are passed by a simple majority of valid votes, except in special cases. If the result is undecided, the Chairman has the decisive vote.
- 9.2 The General Meeting elects the members of the Executive Committee.
- 9.3 Each duly convened General Assembly has a quorum.
- 9.4 Votes are generally held in General Assemblies, in open elections, unless otherwise agreed. The Executive Committee may also decide to carry out, participate in, and/or vote at meetings of members by electronic means (notably by way of an online conference alone or in combination with a member meeting with audio and video transmission). The personalized login data required for participation will be sent to the members together with the invitation. Additional precautions (such as password protection) must be taken to ensure that the casting of votes can only be carried out by authorized members.
- 9.5 Besides of General Meetings, decisions may also be taken in textual or electronic form. Herefore, the draft resolutions will be submitted to all members at least one month prior to vote. Votes that are not received by the society by the end of the deadline shall be considered as abstentions.
- 9.6 An active member may transfer his vote to another member for ballot by proxy. Prior to exercising voting rights, a signed power of attorney must be submitted to the Executive Committee.  
A record must be made of the ballot. It should contain the number of members present or participating, the result of the voting, the motions submitted and the resolutions.
- 9.7 The Secretary records the minutes of the meeting which are signed by him and the Chairman of the Assembly.

## **10 General Assembly**

- 10.1 A General Meeting is held.
- 10.1.1 All members of a country have the right to attend the national meetings of their country.
- 10.1.2 An ordinary General Meeting of the society takes place at least every two (2) years
- 10.1.2.1 The General Assembly is convened by the Executive Committee with written notice at least one (1) month in advance. Five (5) members may request the convening of an Extraordinary General Meeting.
- 10.1.2.2 The General Assembly has the following tasks:

- 10.1.2.2.1 to elect the members of the Executive Committee,
  - 10.1.2.2.2 to receive the report of the Financial Control Commission and confirm the audited balance,
  - 10.1.2.2.3 to elect the Financial Auditors.
  - 10.1.2.2.4 The Executive Committee can request a vote of confidence. If the confidence is not expressed, a new Executive Committee can be elected.
- 10.2 The convening of an General Meeting includes the place, date and time of the meeting.

## **11 Executive Committee**

11.1 The members of the Executive Committee represent the Company in accordance with § 26 of the German Civil Code [Bürgerliches Gesetzbuch der Bundesrepublik Deutschland]. Each member of the Executive Committee represents the company alone.

11.2 The Executive Committee consists of

- 11.2.1 the Chairman
- 11.2.2 the General Secretary
- 11.2.3 the Treasurer

11.3 Election of the members of the Executive Committee

11.3.1 The members of the Executive Committee are elected by the Annual General Meeting. Your choice requires the simple majority. If this is not achieved, a vote will be taken on the two (2) candidates with the most votes.

11.3.2 The term of office of all members of the Executive Committee is four (4) years.

11.4 Resignation of a member of the Executive Committee

- 11.4.1 A member of the Executive Committee may resign from office.
- 11.4.2 If a member of the Executive Committee resigns from office, the newly elected member will assume office for the current term of office.

11.5 Deselection

11.5.1 A member of the Executive Committee may, during his term of office, be voted out of office by a two-thirds majority by the annual general meeting, while at the same time electing a successor.

11.6 Tasks of the Executive Committee

11.6.1 The Executive Committee is the executive body of ESCTAIC. His tasks are:

- 11.6.1.1 Participation in the preparation of the program of meetings of ESCTAIC,
- 11.6.1.2 Preparing the agenda of the General Meeting,
- 11.6.1.3 Confirmation of the membership fee,
- 11.6.1.4 decision on the award of awards and prizes,
- 11.6.1.5 Proposal of the Auditors,

11.6.2 The Chairman convenes the meeting of the Executive Committee, usually once a year, in conjunction with the General Meeting. An Extraordinary Meeting may be convened in writing by two (2) members of the Executive Committee at least three (3) months in advance.

11.7 Tasks of the officials

11.7.1 The daily office work is done by the General Secretary and Treasurer. The Chairman of the Executive Committee coordinates the work. They share the work in the main as follows:

- 11.7.1.1 The General Secretary shall be responsible for communication between the members of ESCTAIC and shall ensure that the registration as an association is always up to date.
- 11.7.1.2 The Treasurer is responsible for the list of members and the budget.

- 11.8 The Executive Committee has the right to propose additional advisors to the Committee. They are confirmed by the members by a simple majority vote. The Advisors are members of the Executive Committee but have no mandate in decisions of the Executive Committee.
- 11.8.1 Medical Advisor: Supports the Executive Committee on Medical issues.
- 11.8.2 Technical Advisor: Supports the Executive Committee on Technical issues.
- 11.9 The liability of the individual members of the Management Board as well as the liability of the society due to Management Board negligence is excluded as follows:
- 11.9.1 for damages resulting from injury to life, limb or health, insofar as these damages are not based on an intentional or negligent breach of duty
- 11.9.2 for other damages, as far as these are not based on an intentional or grossly negligent breach of duty
- 11.9.3 In addition, the internal liability of the Management Board towards the association is excluded, unless it was deliberately performed. The above liability regulations do not apply if the society has taken out an insurance policy to cover the liability risk.

## 12 Amendment of the Statutes

Following presentation and discussion of proposed amendments at the General Meeting a two-thirds (2/3) majority may amend the Statutes of the society

## 13 Resolution of ESCTAIC

- 13.1 ESCTAIC may be dissolved by a quarter fifth (4/5) majority.
- 13.2 All members must be informed of the termination of the society by means of at least one (1) or two (2) letters of intent. Furthermore, the resolution must be explicitly announced on the agenda.

*The English version of the statutes are only provided for the discussion within in the Society.  
The only legally binding version is the German version as registered with the German authorities.*

Version	Date	Status	Comment
3.1 DE	03. Jun. 2013	Final	German version as agreed upon on the AGM 2013 in Barcelona/Spain
4.3 EN	07. Jun. 2019	Final	English version as agreed upon on the AGM 2019 in Vienna/Austria

European Society for Computing and Technology in  
Anaesthesia and Intensive Care (ESCTAIC) e.V.  
Blanckstr. 33 – D-23564 Lübeck – Germany  
[Legal@ESCTAIC.org](mailto:Legal@ESCTAIC.org) – [www.ESCTAIC.org](http://www.ESCTAIC.org)