

CROATIAN ACADEMY OF MEDICAL SCIENCES

ARTICLES OF ASSOCIATION
OF THE CROATIAN ACADEMY OF MEDICAL SCIENCES

Zagreb, 26th May 2015

Pursuant to Article 13 of the Associations Act (Official Gazette No. 74/14), the General Meeting of the Croatian Academy of Medical Sciences, at its session of 26th May 2015, adopted the following

**ARTICLES OF ASSOCIATION
OF THE CROATIAN ACADEMY OF MEDICAL SCIENCES**

(revised text)

I. General provisions

Article 1

These Articles of Association regulate the following:

- the objectives, tasks and activities of the Croatian Academy of Medical Sciences (hereinafter referred to as: the Academy),
- membership in the Academy,
- the rights and duties of Academy members,
- management of the Academy's affairs,
- the forms of organization of the Academy's activities,
- management of the Academy's assets and finances, and
- dissolution of the Academy.

Article 2

The Academy is a scientific association established for the purpose of promoting medical sciences and advancement of public health in accordance with the provisions of Article 4 of the Associations Act of the Republic of Croatia.

Article 3

The full name of the Academy is:

“Akademija medicinskih znanosti Hrvatske” (abbreviation AMZH).

In international correspondence, apart from the Croatian name of the Academy, the following Latin translation is used:

“Academia scientiarum medicarum Croatica” (abbreviation ASMC),

or the following English translation:

“Croatian Academy of Medical Sciences” (abbreviation CAMS).

The registered seat of the Academy is in Zagreb. Changing of the address is made by the General Council.

The Academy operates on the territory of the Republic of Croatia. The seat of the Academy is located in Zagreb, with branches in Osijek, Split and Rijeka. The organization of the branches and their activity is governed by the internal Regulation on the subsidiaries.

Article 4

The Academy is a legal entity registered with the City Office for General Administration of the City of Zagreb.

The Academy is registered in the Register of Scientific Research Legal Entities of the Ministry of Science, Education and Sports of the Republic of Croatia.

The Croatian Academy of Medical Sciences is represented by the President of the Academy.

In the event of his/her absence, the Academy shall be represented by the First or Second Vice-president, as designated by the President.

Article 5

The Academy has its own seal.

The Academy's seal has a round shape with a diameter of 3.4 centimetres, consisting of 3 concentric circles. The words "Akademija medicinskih znanosti Hrvatske" are inscribed between the external and the middle circle. The Latin motto “Per scientiam ad valetudinem” is inscribed between the middle and the inner circle.

The centre of the inner circle features a sign consisting of an open book and the Rod of Asclepius. The Roman numeral MCMLXI, representing the year of founding of the Academy, is inscribed on the book.

The Academy has its own flag.

The Academy's flag is a dark-red rectangle featuring the Academy's logo, described in paragraphs 1, 2 and 3 of this Article, pertaining to the form and content of the Academy's seal. The seal is woven in gold.

The Academy's membership badge features engraved initials "ASMC", as referred to in Article 3, paragraph 2 of these Articles of Association.

The day of the Academy is celebrated in December, the month of its foundation.

II. Objectives, field of activity and activities of the Academy

Article 6

The Academy has the following principal objectives:

- to promote medical sciences,
- to foster the advancement of public health,
- to promote Croatian medicine around the world.

The Academy operates in the field of science, education and research; in the field of science, professional work and research; biomedicine and health.

Article 7

The activities of the Academy include:

- encouraging development of scientific work in every area of medicine,
- organization of scientific and professional events,
- publishing activity aimed to promote medical science and public health,
- scientific and organizational cooperation with the Croatian Medical Association,
- collaboration with institutions and associations with similar objectives and activities in Croatia and abroad (the Croatian Academy of Engineering, the Croatian Academy of Legal Sciences, the Academy of Forestry Sciences, etc.),
- preparing and implementing scientific projects.

The activities of the Academy and its bodies are public and open to public media.

III. Membership in the Academy

Article 8

Any scientist from the field of medicine or a similar biomedical field who is actively involved in the protection of public health, and meets the requirements set out in Article 9 of these Articles of Association is eligible for membership in the Academy.

Members of the Academy may be full, associate, correspondent, honorary and supporting.

The Academy may, at any moment, have 300 full, 50 associate and 30 correspondent members. The number of supporting members is not limited.

Full and associate members are Croatian citizens who permanently reside in the Republic of Croatia and form the electorate of the Academy.

Correspondent members are scientists, citizens of the Republic of Croatia or another country, domiciled abroad.

The Academy also has honorary, membership, which is awarded in accordance with the provisions laid down in Article 11 of the Articles of Association.

Supporting members can be natural and/or legal persons with a permanent residence or registered office in the Republic of Croatia or abroad.

The number of supporting members is not limited.

The rights and duties of the members of the Academy are laid down in Article 13 of the Articles of Association.

Article 9

The awarding of membership is subject to elections.

Elections are performed by the General Meeting of the Academy in accordance with the provisions of Articles 16 and 17 of the Articles of Association.

The essential requirements for election to Academy membership is a doctoral degree and proof of continuous exceptional scientific activity.

Election of new members depends on the number of vacancies in the Academy, which is determined by the General Council separately for each category of members.

The election membership procedure of the Academy is regulated by the internal Regulation on the election of Academy members.

The List of members is computerized and led by the Secretariat and it contains the following information:

- name and surname,
- personal identification number (OIB)
- Title,
- Date and place of birth,
- Home address,
- Phone, cell phone, fax and e-mail
- Citizenship,

- Employment information: name of the employer and the seat or the name and address of the private practice,
- Specialization and sub-specialization,
- Number of published works
- Activity in scientific projects (head, assistant)
- Year of election into the Academy,
- Category of membership
- Earlier functions in the Academy,
- Current functions in the Academy.

Article 10

Election of certain categories of members is based on the following conditions:

1. A full member of the Academy must be a scientist, a Croatian citizen, who meets the following requirements:

- has a doctoral degree in medical sciences or a similar scientific branch,
- has a record of exceptional scientific activity in the field of a certain medical discipline or in the field of similar biomedical sciences,
- has actively participated in domestic or international scientific and professional bodies and meetings/conferences and published papers of significance for the development of medical sciences,
- has a record of distinguished activity in the education of scientific and professional medical staff.

2. A correspondent member of the Academy must be a distinguished scientist who, in addition to the requirements for full members, meets the following requirements:

- is a foreign citizen, or
- is a citizen of the Republic of Croatia domiciled abroad.

Correspondent and full members are equal in terms of scientific status.

3. An associate member of the Academy must be a scientist, a Croatian citizen, who meets the following requirements:

- has a doctoral degree in medical sciences or a similar scientific branch,
- has published a number of distinguished scientific papers in his area of expertise,
- has been a speaker at scientific meetings in Croatia and abroad.

4. A supporting member of the Academy must be a legal and/or natural person with the intention to materially and financially support the Academy's activities.

Membership requirements shall be set out in more detail in the Regulation on the election of Academy members.

Article 11

Honorary members are appointed on the basis of a decision of the General Meeting on the proposal of collegiums or the Senate, with the consent of the General Council.

Honorary membership may be awarded to individuals who are not members of the Academy but who have contributed to the development of medical sciences in Croatia through outstanding work, or who actively support the Academy's activities.

An honorary member may use his membership designation next to his name.

Article 12

Particularly distinguished members of the Academy who have made a long-standing contribution to the work of the Academy and with longstanding achievements in medical sciences and medicine may be awarded the honorary title of laureate by the General Council, which also organizes the event entitled Day of the Academy (Dies Academicus).

Awards and recognitions may be awarded by the Academy for special contributions to medical sciences.

The procedure for the awarding of the honorary title of laureate and awards and recognitions is regulated by the Regulation on the committee for awards and recognitions and the Regulation on the appointment of laureates and the organisation of "Dies Academicus".

IV The rights and duties of Academy members

Article 13

1. Associate and full members have the following rights:

- to elect members and to be elected members of the Academy's bodies,
- to participate in the professional and scientific work of the Academy,
- to propose action plans of the Academy,
- to display the Academy membership badge.

The members referred to in this paragraph have the following obligations:

- to contribute to the professional and scientific advancement of medicine,
- to cherish the reputation and honour of the Academy through their work,
- to adhere to general ethical and bioethical principles with responsibility both in everyday life and in work,

- to contribute to Academy bulletins and publications,
- to pay membership fees.

2. Correspondent members have the following rights:

- to participate in the professional and scientific work of the Academy,
- to propose action plans of the Academy,
- to display the Academy membership badge.

The members referred to in this paragraph have the following obligations:

- to contribute to the professional and scientific advancement of medicine,
- to cherish the reputation and honour of the Academy through their work,
- to adhere to general ethical and bioethical principles with responsibility both in everyday life and in work,
- to contribute to Academy bulletins and publications.

3. Supporting members have the following rights:

- to be informed on all activity of the Academy including an annual report,
- to carry the badge of membership of the Academy. They can point out the name Supporting Members of the Academy in medical journals and at conferences.

The members referred to in this paragraph have the following obligation:

- to materially and financially support the Academy as stipulated.

Article 14

Membership may cease:

- at the request of the member himself,
- by exclusion from membership if the member has harmed the reputation of the Academy,
- by removal from membership,
- by death of the member.

Decisions on the exclusion from membership in the Academy are issued by the General Council upon the proposal of the Court of Honour.

The member has the right to file a complaint against the decision with the General Meeting. Membership rights and obligations are suspended until the decision of the General Meeting has been reached.

The decision of the General Meeting is final.

The decision on the exclusion from membership is enforced by the General Council.

V. Internal organisation – management of the Academy's affairs

Article 15

The bodies of the Academy are:

- a)
 - the General Meeting,
 - the General Council,
 - the Presidency,
 - the Supervisory Board,
 - the Ethical Committee,
 - the Court of Honour.

- b) **Scientific bodies**
 - the Senate,
 - the collegiums,

- c) **Professional bodies of the collegiums**
 - boards.

Article 16

The General Assembly is the highest body of the Academy, comprising all full and associated members.

The categories of the General Meeting are:

- the Annual General Meeting,
- the Electoral General Meeting for the Election of the Academy Bodies (the President, the First Vice-President, the Second Vice-President, the General Secretary, the Financial Secretary and Assistant Secretary, the Supervisory Board, the Court of Honour, and the Ethical Committee) and of the members of the Senate.
- the Electoral General Meeting for the Election of Academy Members , and
- the Special Session of the General Meeting.

Article 17

The General Meeting of the Academy is held annually, and is convened and presided over by the President of the Academy.

The Electoral General Meeting for the Election of the Academy Bodies is held every four years, is convened by the President of the Academy, and presided over by *ad hoc* chairpersons elected at a session of the General Meeting.

The Electoral General Meeting for the Election of Academy Members is held every two years, or exceptionally every year, and is convened and presided over by the President of the Academy.

The Special Session of the General Meeting is held as needed, and is convened and presided over by the President of the Academy in accordance with Article 18 of the Articles of Association, and presided over by *ad hoc* chairpersons.

In the case when the mandate of the bodies has expired the Assembly can be summoned by the last person representing the Academy and registered in the Register of Associations of the Republic of Croatia or by at least 40 members of the Academy.

Article 18

The Special Session of the General Meeting is convened by the President of the Academy at the request of at least one third of the members of the General Council or at the request of at least 10% of Academy members or at least two collegiums.

If the President of the Academy fails to convene the Special Session of the General Meeting within 30 days, the Special Session of the General Meeting is convened by the most senior of the General Council.

Article 19

The General Meeting holds sessions and is considered competent to make valid decisions provided that a quorum of at least one fifth of the members is made.

Valid decisions are made by a simple majority of votes of the attending members.

If the above quorum is not made at the beginning of the session of the General meeting, the session is postponed for 30 minutes. If upon the expiry of 30 minutes at least 40 members with electoral right are present, the session of the General Meeting proceeds according to itinerary. Valid decisions are made by a simple majority of votes of attending members.

Article 20

The General Meeting of the Academy:

- adopts and modifies the Articles of Association,
- adopts the work plan and financial plan for the following calendar year,
- adopts a report on the work of the previous calendar year,
- adopts the annual financial report,
- adopts and modifies action plans,
- adopts internal regulations, other regulatory documents, and other decisions important for the work of the Academy,
- elects and relieves members of the Academy bodies,
- establishes collegiums of the Academy,
- discusses and adopts reports on the Academy's activities,
- rules on member complaints,
- provides guidelines for the activities of the Academy,
- performs other tasks in accordance with the law and the Articles of Association,
- elects and relieves the liquidator of the Academy,
- decides on the dissolution of the Academy.

Article 21

Executive functions and other tasks established by the Articles of Association are performed by the General Council of the Academy.

The General Council of the Academy consists of: the President of the Academy, two Vice-Presidents of the Academy, the General Secretary, the Financial Secretary, the Assistant Secretary, the President of the Senate, the presidents of collegiums, the presidents of subsidiaries, editors-in-chief of the Academy journals, the President of the Croatian Medical Association, and five members elected by the Electoral General Meeting for the Election of the Academy Bodies on the proposal of the President of the Academy.

The President of the Academy is also the President of the General Council and he convenes and presides over the sessions of the General Council.

Article 22

The General Council of the Academy:

- makes proposals of the Articles of Association, regulations and other general internal regulatory documents submitted to the General Meeting for adoption,
- makes proposals of activity programs and action plans,
- supervises the execution of action programs and the implementation of the decisions of the General Meeting,
- manages the Academy's assets,
- submits reports to the General Meeting of the Academy,
- prepares elections for the Academy bodies upon the proposal of the Senate and collegiums according to the Regulation on the elections of members of the Academy bodies,
- confirms the election of laureates and winners of awards and recognitions,
- proposes the establishment of new collegiums,

- approves the establishment of collegium committees,
- appoints the Committee for the Election of the Academy bodies,
- rules on complaints in accordance with the provisions of the general internal regulatory documents of the Academy,
- performs other tasks in accordance with the Articles of Association and other general internal regulatory documents of the Academy.

Article 23

The General Council session is convened by the President of the Academy or one of the Vice-Presidents, when authorised by the President.

Decisions made by the General Council are valid if half of the members are present and if the majority of the present members has voted in favour.

In the event of a tie, the President has the casting vote.

The General Council sessions are held as needed and following a decision of the President.

The General Council sessions are convened at the request of one third of its members. If the President fails to convene a session within 30 days, the session is convened by the most senior member of the General Council.

Article 24

The General Council is accountable to the General Meeting.

The General Council submits an annual report to the General Meeting, which is presented by the President of the Academy.

The term of office of General Council members is four years.

Article 25

The Presidency of the Academy consists of the President of the Academy, two Vice-Presidents, the Financial Secretary, and the Assistant Secretary. The Presidency deals with current affairs between two sessions of the General Council.

The Presidency has regular monthly sessions. The sessions are convened and presided over by the President of the Academy or one of the Vice-Presidents, when authorised by the President.

Decisions of the Presidency concerning current affairs may be submitted to the General Council for approval if considered to be of special importance.

Article 26

The Supervisory board monitors and supervises the activities of the Academy and informs the General Meeting and the General Council of its findings.

The Supervisory Board ensures that the Academy's activities are in accordance with the law, the Articles of Association, and other internal regulatory documents of the Academy.

The Supervisory Board is particularly responsible for the supervision of the management of the Academy's assets and finances.

Article 27

The Supervisory Board consists of three members who elect among themselves the President of the Supervisory Board.

Sessions of the Supervisory Board are held as needed.

Decisions of the Supervisory Board are valid if the majority of members has voted in favour of a decision.

The Supervisory Board members are elected by the Electoral General Meeting for the Election of the Academy Bodies to terms of four years.

Article 28

The President of the Academy:

- represents the Academy in Croatia and abroad,
- initiates discussions on certain aspects of the General Meeting's and the General Council's spheres of work,
- supervises the publishing of regulatory documents adopted by the General Meeting and the provision of information regarding its work and the work of other Academy bodies to the public,
- signs regulatory documents submitted by the General Meeting and the General Council, directs the General Council's activities, presides over the sessions of the Annual General Meeting, presides over the sessions of the Electoral General Meeting for the Election of Academy Members, and over the Special Session of the General Meeting,
- performs other tasks in accordance with the Articles of Association and other general regulatory documents of the Academy,
- may participate in the activities of collegiums and the Senate without decision-making powers.

The President submits a report of his activities to the Annual General Meeting.

Vice-Presidents substitute the President in his work according to his authority.

The First Vice-President takes care that the Academy's activities conform to the Articles of Association and other internal regulatory documents of the Academy.

The President and the First and Second Vice-Presidents of the Academy are elected by the Electoral General Meeting for the Election of the Academy Bodies to terms of four years.

The President and the First and Second Vice-Presidents of the Academy may not be elected to more than two consecutive terms.

Article 29

The General Secretary of the Academy:

- ensures the enforcement of decisions, programmes, action plans, guidelines and conclusions of the General Meeting and the General Council,
- prepares sessions of the General Meeting and the General Council and of their bodies, and assists the President in his work,
- signs administrative documents and the minutes of the General Council's sessions,
- submits reports of his activities to the General Council,
- performs other tasks delegated by the President of the Academy and the General Council, and tasks in accordance with the Articles of Association and other internal regulatory documents of the Academy.

The General Secretary is accountable to the General Meeting of the Academy, to the General Council, and the President of the Academy for all delegated tasks.

The General Secretary is elected to a term of four years by the Electoral General Meeting for the Election of the Academy Bodies upon the proposal of the President of the Academy.

Article 30

The Financial Secretary of the Academy is responsible for the financial affairs of the Academy, reasonable expenditure of the Academy's funds, and for raising funds for the Academy.

The Financial Secretary is elected to a term of four years by the Electoral General Meeting for the Election of the Academy Bodies at the proposal of the President of the Academy.

The Financial Secretary signs financial documents of the Academy.

If the Financial Secretary is incapacitated, he is replaced by the General Secretary.

The Financial Secretary reports to the General Council.

Article 31

The Assistant Secretary assists the General Secretary and records the minutes of the General Meeting sessions.

The Assistant Secretary is elected to a term of four years by the Electoral General Meeting for the Election of the Academy Bodies at the proposal of the President of the Academy.

Article 32

The Court of Honour has three members and two deputy members.

A president of the Court is chosen from among the members of the Court of Honour.

The rights and obligations of the Court of Honour are regulated by an internal regulation.

The Court of Honour conducts proceedings against members of the Academy who have committed a breach of the provisions of the Articles of Association, of the code of ethics and deontology, or have harmed the reputation of the Academy.

The Court of Honour decides on the possible disputes / conflicts of interest in accordance with the code of ethics and deontology.

The Court of Honour makes decisions by a simple majority vote of all its members.

The Court of Honour is elected by the Electoral General Meeting for the Election of the Academy Bodies to a term of four years.

Article 33

The Ethical Committee is composed of five members.

The Ethical Committee members elect the President of the Ethical Committee.

The rights and obligations of the Ethical Committee are regulated by an internal regulation.

The Ethical Committee deals with ethical questions in the area of medical sciences.

The Ethical Committee makes decisions by a majority vote of all its members.

The Ethical Committee is elected by the Electoral General Meeting for the Election of the Academy Bodies to a term of four years.

Article 34

The Senate is the supreme advisory body of the Academy.

The Senate discusses scientific, professional and humanistic issues of medical sciences and informs the General Council and the Annual General Meeting of its positions and conclusions.

A full member of the Academy who has significantly contributed to the Academy through his work and accomplishments, and who is older than 65 years of age may be elected a Senate member.

Candidates for the Senate are proposed by the collegiums and the proposal is confirmed by the Senate with the consent of General Council of the Academy.

The Electoral General Meeting of the Academy for the Election of Academy Members elects new members of the Senate with the consent of the General Council.

The election procedure is initiated by the Senate.

The Senate may comprise no more than 35 members.

The Senate elects the President of the Senate and the Secretary of the Senate to terms of four years.

The structure and activities of the Senate are regulated by an internal regulation.

Article 35

At the proposal of the General Council, the General Meeting organises collegiums by specific areas of the medical sciences.

The collegiums elect their presidents and secretaries to terms of four years by a secret ballot with the participation of at least one third of collegium members, while decisions are adopted by a majority of votes of attending members.

The collegiums report to the General Council.

As needed, the collegiums may establish committees with the consent of the General Council.

The collegiums propose candidates for new Academy members and laureates to the General Council.

The work of the collegiums and committees is regulated in detail by an internal regulation.

On the day of adoption of the Articles of Association, the Academy is composed of following collegiums:

The Collegium of Internal Medical Sciences - comprising no more than 90 full members and 14 associate members,

The Collegium of Surgical Medical Sciences - comprising no more than 80 full members and 10 associate members,

The Collegium of Basic Medical Sciences - comprising no more than 30 full members and 5 associate members,

The Collegium of Psychiatric Medical Sciences - comprising no more than 15 full members and 6 associate members,

The Collegium of Public Health – comprising no more than 45 full members and 3 associate members

The Collegium of Dental Medical Sciences – comprising no more than 20 full members and 6 associate members,

The Collegium of Veterinary Medical Sciences – comprising no more than 15 full members and 6 associate members,

The Collegium of Pharmaceutical Sciences - comprising no more than 5 full members and 0 associate members.

Article 36

Staff services are performed by the Secretariat of the Academy.

The Secretariat of the Academy is responsible for the following:

- administrative and technical services,
- management of Academy assets and finances,
- other tasks necessary for the completion of the Academy's activities and programmes.

The Secretariat of the Academy is managed by the General Secretary.

VII Management of the Academy's assets and finances

Article 37

The Academy keeps business records and financial reports and is funded from the following sources:

- membership fees,
- scientific co-operations with other natural persons and legal entities,
- grants,
- donations,
- other sources, in accordance with the law.

Article 38

The members pay a membership fee.

The supporting members provide material and financial support to the Academy.

The amount of membership fee, deadlines for payment and modes of payment are subject to a decision by the General Council at the proposal of the Presidency for each calendar year.

Records of membership payments are kept at the seat of the Academy.

Article 39

Allocation of assets is managed by the General Council based on the financial plan and the financial statements.

The Academy may dispose of its property with the sole purpose of fulfilling its objectives and performing its activities as defined by the Statute and pursuant to the law.

VII Dissolution of the Academy

Article 40

The Academy ceases to exist by a decision of the General Meeting adopted by a two-thirds majority of all members of the General Meeting of the Academy, or pursuant to the law.

Article 41

The liquidator of the Academy is elected and relieved by the General Meeting of the Academy.

The liquidator represents the Academy in the liquidation process and is recorded in the Register of Associations of the Republic of Croatia as a person authorized for representing the Academy until the liquidation process is final and the Academy is erased from the Register of Associations.

Article 42

In the event of dissolution of the Academy its assets will pass to the Croatian Medical Association.

Article 43

These Articles of Association shall come into force on the day of their adoption and shall be published on the Bulletin Board of the Academy.

The Articles of Association come into effect on the day of adoption at the General Meeting session of the Academy and will be announced on the notice board and the website of the Academy.

Zagreb, 26th May 2015.

**The President of the Croatian
Academy of Medical Sciences**

Jasna Lipozenčić, M.D., PhD