

ITALIAN SOCIETY OF HISTOCHEMISTRY STATUTE

Updated in the Assembly of December, 14 2021

Art. 1)

The Italian Society of Histochemistry is a free, apolitical, Cultural Association, open to scientists sharing a passion for histochemistry, whatever discipline they belong to.

Art. 2)

The non-profit Association promotes and disseminates studies and research related to histochemistry, encourages relationships among its scientists, and encourages the most profitable optimization of single initiatives and the results achieved in various fields.

It also aims at:

- promoting the organization of conferences, seminars, forums.
- promoting the dissemination of scientific information also through a specific journal according to international standards.
- promoting contacts and links with other similar scientific groups and associations in Italy and in other countries.
- promoting and/or supporting initiatives in Italy and abroad aimed at promoting the training, qualification, and active attendance of Italian researchers in the international setting, also through the institution of awards and the payment of congresses registration fees.

Art. 3)

The candidates for Membership are evaluated by the Board of Directors, based on the candidate's curriculum, and submitted for approval by the Assembly. The Society has a small number of Honorary Members elected by the Assembly on the suggestion of the Board of Directors.

Art. 4)

The Society has its registered office in Urbino, Via Ca 'Le Suore 2, at the Department of Biomolecular Sciences of the "University of Urbino".

Art. 5)

The Society will hold periodic congresses, preferably every two years, also in association with similar events, avoiding overlapping with the Congress of the "International Federation of the Societies of Histochemistry", in sites to be designated from time to time by the Assembly or, in the absence of its determination, by the Board of Directors.

Art. 6)

An ordinary Members' Meeting is usually held during the National Congress of the Society.

Art. 7)

Elements of the Society are Members' Society or "Assembly" as well as the Board of Directors or "Board" and the President.

Art. 8)

Ordinary and non-structured members in good standing with the payment of annual membership fees, as well as honorary members, participate in the Council. Assembly members meet at least once a year for the approval and final report of the budget. The Assembly can also be arranged when most of the Board deems it necessary or at the rational request of at least one tenth of the Members. The Assembly is convened at least 8 (eight) days before the date of the meeting by a letter, sent by ordinary mail or e-mail, to the address shown in the members' register. The Assembly is sovereign and can only deliberate on the items on the agenda. The agenda is drawn up by the President. The resolutions of the Assembly, ordinary or extraordinary, must be taken by majority vote, on first call with the presence of at least half plus one of the Members; in second call whatever the number of participants. A two-thirds majority of the votes validly cast are required to deliberate on amendments to the Articles of Association or on any internal regulations. To resolve the dissolution of the Association, the favourable vote of at least three quarters of the Members is required. Each Member has the right to one vote. Members may be represented by other Members participating in the voting by written proxy: each participating Member may not present more than one proxy.

Art. 9)

If issues of urgency arise, the President can call votes, also in electronic form, by means of cards containing the proposed resolution. These cards are sent by the Secretary to the address of the Members. In this case, the vote will be valid if the absolute majority of all the Members takes part.

Art. 10)

The Board of Directors consists of 5 members elected by the Assembly by secret vote. Voting can also take place electronically. The Board of Directors chooses a President, a Vice-President, and a secretary from its members. The Board of Directors stay in office for 4 years and cannot be re-elected for the following four years, except for the Secretary. In the event of re-election, the Secretary cannot hold any other function on the Board. The previous Board President is a member of the Board as Past President with the right to vote. The Board meets whenever the President or most of the Councilors deem it appropriate. The Board meets when there is the presence of 3/5 of the Councilors. Resolutions are passed by majority vote. The President has the final vote in the event of a tie.

Art. 11)

The Board provides for the operation and growth of the Society. The Board maintains relationships with related societies, with International Histochemistry Societies and with their International Federations and, where possible, selects the delegates of the Society.

Art. 12)

In all respects, the President represents the Society before third parties and in court, convenes and chairs the Board and the Assembly. On behalf, the functions of the President are exercised by the Vice President.

Art. 13)

The resolutions of the Assembly and of the Board are recorded in a special register. Members can request copies of the reports by writing to the President.

Art. 14)

The Society has an indefinite duration.

Art. 15)

The members pay an annual fee, approved by the Assembly, on the proposal of the Board of Directors, and it can be revised. The share is not transferable to other Members and does not entitle the Member to any profit or excess. Honorary Members do not pay the membership fee.

Art. 16)

The Board can declare the member decadent in the following cases:

- a) delay in the payment fees for more than three years
- b) repeated non-compliance with the Statute or the Regulations
- c) for incompatibility or behaviour detrimental to the Company's honour.

Art. 17)

The Society's assets are unlimited. They consist of:

- a) the social fees;
- b) any payments or donations from entities and individuals;

It is forbidden to distribute - even indirectly - profits or operating surpluses, as well as financial resources, or investment of the Society, unless the distribution or destination is required by law.

Art. 18)

The Board draws up and approves annually an economic and financial report referring to the calendar year. The Assembly, subsequently, approves it. The documents in this report must be kept in accordance with tax rules.

Art. 19)

At the suggestion of the Board, the Assembly has the right to prepare and approve a Regulation for the functioning of the Society. The observance of this regulation is mandatory for all members.

Art. 20)

In the event of dissolution, the residual assets of the Society will be donated to another Association with similar purposes or for purposes of public utility. This will be based on the controlling body referred to Article 3, paragraph 190 of Law no. 662, 23.12.1996, unless otherwise required by law.

Art. 21)

For all that is not foreseen, it is necessary to refer to specific laws.