

IFCN STATUTES

Approved: IFCN General Assembly, April, 2005

Canadian Ministry of Industry, May 10, 2005

Amended: IFCN General Assembly, September 14 2006

Amended: IFCN General Assembly, October 31, 2010

INTERNATIONAL FEDERATION OF CLINICAL NEUROPHYSIOLOGY

The following shall constitute the by-laws of the INTERNATIONAL FEDERATION OF CLINICAL NEUROPHYSIOLOGY (the “**Federation**”) which have been drafted, to the extent possible, in a manner consistent with the Statutes of the predecessor federation formed under French law and shall be referred to herein and in the conduct of the business of the Federation as the “**Statutes**”.

In order to provide for terminology consistent with that employed by the predecessor federation thereby providing for greater continuity in the operations of the Federation, the rules and regulations contemplated under Article 13.1 of these Statutes shall be referred to herein and in the conduct of the business of the Federation as the “**Operational By-Laws.**”

The official languages of the Federation shall be English, French and Spanish and the translation of these Statutes from one language to the other shall be organized as much as possible to give, if not the whole text, at least a summary. The English text of these Statutes is authoritative. All official communications of the Federation shall be conducted in English.

MISSION AND OBJECTS

- 1.1 Main Object: The mission of the Federation is to strive, in all countries, to promote education and the attainment of the highest level of knowledge and understanding in the field of clinical neurophysiology in so far as such activities shall be of a wholly non-profit making nature. (The term “**clinical neurophysiology**” shall not be interpreted in a restrictive sense.)
- 1.2 Intended Goals: To that end but without restricting the foregoing main object of the Federation, and in so far as the same shall be wholly charitable, the Federation intends:
 - (a) to foster and encourage scientific research, investigation and demonstration in the field of clinical neurophysiology;
 - (b) to improve the quality of instruction in the professions dealing with these sciences;
 - (c) to supply information to, to cooperate with and to advise, through its committees, any society, institution or individual interested in these problems;

- (d) to propose guidelines for the practice of clinical neurophysiology and to give advice concerning criteria for methods, techniques and for the interpretation of results; and
- (e) to establish and maintain an efficient collaboration with international and national learned societies, governmental organizations, professional associations and other groups, societies, institutions and individuals who contribute to progress in the field of clinical neurophysiology.

1.3 Stated Means: The means of attaining these ends shall consist more particularly in:

- (a) organizing international congresses and chapter and regional meetings of clinical neurophysiology to be held in one of the countries represented in the membership of the Federation;
- (b) appointing special committees, commissions, groups or individuals for the purpose of studying all problems related to the aims of the Federation;
- (c) fostering and facilitating, in all countries, the proper methods of study and promote meeting and exchange of ideas concerning progress attained in clinical neurophysiology;
- (d) printing and publishing, and controlling the printing and publishing, of a journal, book, or reprint, and using all other ways of disseminating information. In particular, publishing, in conjunction with such publishing house with which the contract is for the time being in force, the international journal “**Clinical Neurophysiology**” (the “**Journal**”). Appointing the officers of the same and determining through them the policies of the Journal;
- (e) making known its activities as well as those of congresses and chapter or regional meetings, and those of its committees, by all appropriate means and, in particular, through the medium of the Journal and the Federation Web site; and
- (f) collaborating with the United Nations Educational, Scientific and Cultural Organization, and with other institutions insofar as they endeavour to improve human health in the field of normal and pathological physiology of the nervous system, including the World Health Organization.

MEMBERSHIP

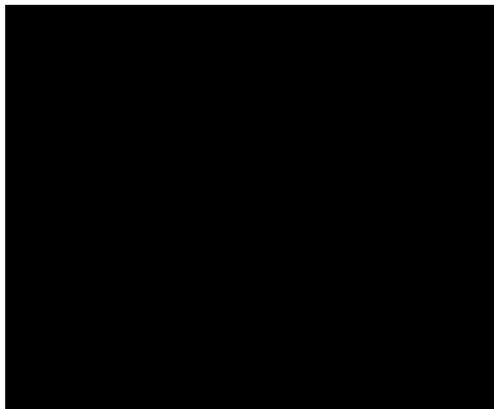
2.1 Member Societies: The Federation is a corporation without share capital incorporated under Part II of the *Canada Corporations Act* (the “Act”) composed of member societies of clinical neurophysiology and related neurological sciences, whose names appear on Appendix “A” to these Statutes or whose application for membership shall have been accepted by a majority vote of the General Assembly as specified in Article 6.5 below. Only members of such societies may hold office or serve on committees or commissions of the Federation.

Application for membership must be made in writing to the President and be accompanied by a list of current officers and members of the applying society with a copy of its constitution.

- 2.2 Right of Withdrawal: Any member society may withdraw from the Federation by delivery to the Federation of a written resignation to the Secretariat of the Federation.
- 2.3 Removal: Any member society may be, on a reasoned proposal of the Executive Committee, removed as a member society by a vote of three-quarters (3/4) of the General Assembly, provided that a member of such society shall be granted an opportunity to be heard at a meeting of the General Assembly.
- 2.4 Annual Dues: Each member society shall pay annual dues. The amount shall be determined by the General Assembly and the dues of each member society shall be in proportion to the number of its members. Payment shall be made in advance on the first day of January of each year. A member society failing to pay its annual dues for four consecutive years shall be deemed delinquent and that member society may be recommended to the General Assembly for removal as a member society of the Federation in accordance with Article 2.3.
- 2.5 Honorary Fellows and Other Non-Voting Members: Any person who has rendered important services to the Federation may be appointed an Honorary Fellow of the Federation by a two-thirds (2/3) majority of the General Assembly. All past Presidents of the Federation other than the immediate Past President who continues to serve as a member of the Executive Committee, are Honorary Past Presidents of the Federation. All Honorary Fellows and Honorary Past Presidents hold such title for life and are entitled to attend all Congresses without paying registration fees and attend meetings of the General Assembly, however they are not entitled to vote thereat.

CORPORATE SEAL

- 3.1 Form of Seal: The seal, an impression of which is stamped in the box below shall be the seal of the Federation:



HEAD OFFICE

- 4.1 Head Office: The head office of the Federation shall be in the City of Vancouver in the Province of British Columbia which shall serve as the office of record for acceptance of all correspondence contemplated under the Act and other applicable legislation. The head administrative office of the Federation shall be the office of the Secretariat of the Federation as determined by the Executive Committee (as defined below) from time to time.

EXECUTIVE COMMITTEE

- 5.1 Powers and Composition: The property and business of the Federation shall be managed and administered by an executive committee (the “**Executive Committee**”) composed of the President, the immediate Past President, the Secretary and the Treasurer of the Federation, the Editor(s)-in- Chief of the Journal, and two additional Members-at-Large. Included in the powers of the Executive Committee is the responsibility to act as the executive board of the Journal with full power to appoint and remove all members of the Journal’s editorial staff.
- 5.2 Directors: Each member of the Executive Committee is also a director of the Federation.
- 5.3 First Directors and Executive Committee: The applicants for incorporation named below shall become the first directors of the Federation, holding the following offices until their successors are duly elected or appointment in accordance with these Statutes:

NAME	OFFICE
Francois Mauguiere	President
Marc R. Nuwer	Past-President
Andrew Eisen	Treasurer
Graham F.A. Harding	Secretary
Mark Hallett	Editor-in-Chief
Johannes Noth	Member-at-Large
Ryuji Kaji	Member-at-Large

- 5.4 Term: The term of office of all subsequent Executive Committees shall be one Fiscal Period (as defined below).
- 5.5 Limitation on Term of Office: The President, Secretary, and Members-at-Large may serve only one term in office. The Treasurer is eligible for re-election once only. The term of office of the Editor(s)-in-Chief of the Journal shall not extend more than two (2) years into the next Fiscal Period following the Fiscal Period in which he was appointed by the Executive Committee. Each Editor-in-Chief’s total term of office, including reappointments, cannot exceed eight (8) years. No person shall serve as an elected or appointed member of the Executive Committee for more than twelve (12) years total,

except that a person who has served already for eight (8) years would be allowed to run for President, and if elected, serve for four (4) years as President and a further four (4) years as Past-President.

5.6 Election and Appointment Process:

- (a) The President, Secretary, Treasurer, and the Members-at-Large are elected by the member societies in accordance with the following process:
 - (i) not less than one year before the end of the Fiscal Period, the Executive Committee shall elect three persons each of whom is a member of a member society to serve as an elections committee under the chairmanship of the Past President (the “**Elections Committee**”);
 - (ii) the Elections Committee shall invite nominations from the member societies for the offices of President, Secretary, Treasurer, and the Members-at-Large to hold office for the following Fiscal Period. Having ascertained the willingness of the candidates to serve, the Past President, as chairman of the Elections Committee shall submit their names to a ballot vote of the member societies, and inform the Secretary of the result of the ballot. Each member society has the same number of votes to which it is entitled in the General Assembly. The ballot is to be sent to the Delegate (as defined below) of the member society who is responsible for returning the ballot by the specified date;
 - (iii) in establishing the slate of candidates for election, the Elections Committee shall adhere to the following guidelines to ensure geographical and disciplinary balance in the composition of the Executive Committee:

Geographical areas are (1) Asia-Oceania, (2) Europe including Middle East and Africa, (3) Latin America (including Mexico), and (4) North America. At the time of their nomination, nominees should be given a disciplinary designation of electroencephalographer or electromyographer by the nominating society. The designation should be justified on the basis of practice or research. The Elections Committee should approve the designation. If the designation is disapproved, the decision may be appealed to the Executive Committee whose decision is final. The disciplinary designation cannot be changed during a voting cycle. Even if a society is not eligible to vote, it may still nominate persons for any position, and its members remain eligible for nomination. Nominees must be members of an IFCN member society. The President and Past President should preferably be from different geographical regions, and cannot be from the same geographical region in more than two consecutive elections. The Secretary and Treasurer should be from different geographical regions. The two Members-at-Large should be from different geographical regions and from countries different from that of the President, Past President, Treasurer and Secretary. Concerning

disciplinary balance, the Executive Committee shall at all times be comprised of no more than five representations from one discipline.

- (iv) voting for members of the Executive Committee should occur in the following sequence: First round, President and Treasurer. Second round, Secretary. Third round, Members at Large. For each round of voting, voting should be by written ballot only (post or fax is permitted) and adherence to the deadline is mandatory. To declare an election valid, ballots must be received from at least 50% of the member societies eligible to vote. The deadline can be extended to achieve a quorum. Extension is limited to the time when the quorum is achieved. To win an election, an absolute majority of the votes cast is required; and a run off election between the top two candidates should be held if necessary. If a society ineligible to vote becomes eligible during an election, it may initiate participating in the voting when the next round of the election begins; and
 - (v) the members of the Elections Committee or the Executive Committee should not promote a particular candidate for any office. The Elections Committee should report to the Executive Committee after each step of the election process. The report must include the number of votes for each candidate.
- (b) The Editor(s)-in-Chief of the Journal are appointed by the Executive Committee. The Editor(s)-in-Chief cannot vote on their own reappointment, tenure or termination of appointment and may not be present at meetings of the Executive Committee when any such matter is discussed or put to a vote.

5.7 Vacancy: The office of any director and member on the Executive Committee shall be automatically vacated:

- (a) if that director shall resign his office on the Executive Committee by delivery of a written resignation to the Secretary of the Federation, and in the case of a resigning Secretary to the President;
- (b) if that director is found by a court of competent jurisdiction to be of unsound mind;
- (c) if that director is convicted by a court of competent jurisdiction of a serious crime;
- (d) if that director becomes bankrupt; or
- (e) upon death.

If a vacancy on the Executive Committee shall occur for any of the above reasons, the office maybe filled by a qualified candidate appointed by the Executive Committee except that the office of President shall be immediately assumed by the immediate Past-President.

- 5.8 Conduct of Meetings: The Executive Committee may hold meetings at any time and in any place which may be convenient to its members and may conduct its business by postal ballot or any other means of communication.
- 5.9 Remuneration: The members of the Executive Committee shall serve as such without remuneration and no member shall directly or indirectly receive any profit from his position as such, provided that a member of the Executive Committee may be paid reasonable expenses incurred by him in the performance of his duties.
- 5.10 Exoneration of liability vis-à-vis the Federation and third parties: Except as otherwise provided in the Act or in the Statutes of the Federation, no director or officer, commissioner or other person appointed to serve on behalf of the Federation, acting or having acted for or in the name of the Federation shall be held liable, in this capacity or in his capacity as agent of the Federation, whether it be vis-à-vis the Federation or third parties, for the acts, conduct, things done or allowed to be done, omissions, decisions made or not made, liabilities, undertakings, payment made, receipts given or discharges granted, negligence or the faults of any other director, officer, employee, clerk or representative of the Federation. Among other things, no director or officer shall be held liable vis-à-vis the Federation for any direct or indirect loss suffered by the latter for any reason whatsoever; in particular, he shall not be held liable either for the insufficiency or the deficiency of title to any property acquired by the Federation, or for or on its behalf, or for the insufficiency or the deficiency of any security or debt instrument in or by which any of the funds or of the assets of the Federation shall be or have been placed or invested or for any loss or damage resulting from the bankruptcy, the insolvency or the delictual act of any person, including any person with whom or with which funds, shares, assets or negotiable instruments shall be or have been placed or deposited. Furthermore, the directors or the officers shall not be held liable vis-à-vis the Federation for any loss or embezzlement, misappropriation or any other damage resulting from any dealings with respect to any funds, assets or shares or for any other loss, damage or misfortune whatsoever which may occur in the discharge of, or in relation to the discharge of, their duties unless the same shall occur owing to their failure to discharge the duties of their office prudently, diligently, honestly and faithfully in the best interests of the Federation or owing to the fact that the directors or the officers shall have placed themselves in a position of conflict of interest between their personal interest and that of the Federation. None of the above shall be interpreted in such a way as to relieve a director or an officer of his duty to act in accordance with the Act and its Regulations or of his joint and several liability for any breach thereof, in particular in the event of a breach of the specific provisions of the Act or its Regulations. Moreover, the directors or the officers shall not be held individually or personally liable vis-à-vis third parties during their term of office in respect of a contract, a decision made, an undertaking or a transaction, whether or not concluded, or with respect to bills of exchange, to promissory notes or to cheques drawn, accepted or endorsed, to the extent that they are acting or they acted in the name, or on behalf, of the Federation, in the ordinary course of the performance of the powers which they have received, unless they acted prior to the incorporation of the Federation and unless their acts have not been ratified by the Federation after its incorporation within the time limit prescribed by the Act.

- 5.11 Right to compensation: The Federation shall compensate its directors, officers or its representatives in respect of all costs or expenses reasonably incurred by them in connection with the defense of an action, of a suit, or a petition, of a proceeding of a civil, of a criminal or of an administrative nature or of any other legal proceeding to which one (1) or more of them were parties by reason of their duties or of their office, whether this action, this suit, this petition or this legal proceeding was instituted by or on behalf of the Federation or by a third party. Reasonable costs or expenses shall include, in particular, all damages or fines arising from the acts done by the directors, by the officers or by the representatives in the discharge of their duties as well as all amounts paid to settle an action or to satisfy a judgment. The right to compensation shall exist only to the extent that the directors, the officers or the representatives were substantially successful on the merits in their defense of the action, of the suit, of the petition or of the legal proceeding, that they acted prudently, diligently, honestly and faithfully in the best interests of the Federation, that they did not place themselves in a position of conflict of interest between their personal interest and that of the Federation, and, in the case of an action, of a suit, of a petition or of a proceeding of a criminal or of an administrative nature leading to the imposition of a fine, to the extent that they had reasonable grounds for believing that their conduct was lawful or to the extent that they were acquitted or freed. The Federation shall assume these liabilities in respect of any person who acts or acted at its request as a director, as an officer or as a representative of a body corporate of which the Federation is or was a member or a creditor. If such be the case, this compensation shall be paid to the heirs, legatees, liquidators, transferees, agents, legal representatives, successors, assigns or rightful claimants of the directors, of the officers or of the representatives, in accordance with the following.
- 5.12 Legal action by third party: Where an action, a suit, a petition, a proceeding of a civil, criminal or administrative nature or any other legal proceeding is instituted by a third party against one (1) or more of the directors, officers or representatives of the Federation for one (1) or more acts done in carrying out their duties, the Federation shall assume the defense of its agent.
- 5.13 Legal action by the Federation: Where an action, a suit, a petition, a proceeding of a civil, criminal or administrative nature or any other legal proceeding is instituted by the Federation against one (1) or more of its directors, officers or representatives for one (1) or more acts done in carrying out their duties, the Federation may pay compensation to the directors, officers or representatives if it loses its case and if a court of law or a tribunal so orders. If the Federation only wins its case in part, the court of law or the tribunal may determine the amount of the costs or of the expenses which the Federation shall assume.
- 5.14 Liability insurance: The Federation may purchase and maintain for the benefit of its directors, officers, representatives, of their predecessors as well as of their heirs, legatees, liquidators, transferees, agents, legal representatives, successors, assigns or rightful claimants insurance covering any liability incurred by them by reason of their acting or having acted as a director, officer or representative of the Federation or, at the request of the latter, of a body corporate of which the Federation is or was a member or a creditor. However, this insurance shall not cover the liability arising from the failure of the insured

to act prudently, honestly and faithfully in the best interests of the Federation, nor the liability arising from a fault or from a personal offence severable from the discharge of their duties nor the liability arising from the fact that the insured shall have placed themselves in a position of conflict of interest between their personal interest and that of the Federation.

- 5.15 Compensation after end of term of office: The compensation provided for in the preceding paragraphs may be obtained even after the person has ceased to hold the office of director, officer or representative of the Federation or, if such be the case, of a body corporate of which the Federation is or was a member or a creditor. In the event of death, the compensation may be paid to the heirs, legatees, liquidators, transferees, agents, legal representatives, successors, assigns or rightful claimants of such person. Such compensation may also be combined with any other recourse which the director, officer or representative, one (1) of his predecessors as well as his heirs, legatees, liquidators, transferees, agents, legal representatives, successors, assigns or rightful claimants may have.
- 5.16 Determination of conditions prior to compensation: In the event that a court of law or a tribunal has not made a finding on the matter, the compliance or the non-compliance of the conduct of a director, officer or representatives with the standards of conduct set out in paragraph 5.11 above, or the question of whether a case was won in part or whether a person was substantially successful on the merits in his defense of the action, of the suit, of the petition or of the legal proceeding shall be determined in the following manner: a) by a simple majority vote of the directors who are not parties to such action, suit, petition or legal proceeding, if a quorum exists; or b) by way of opinion from an independent legal counsel if such a quorum of the directors cannot be attained, or, even if attained, if a quorum of the directors who are not parties to such action, suit, petition or legal proceedings so decides; or, failing the above, c) by decision of the simple majority of the members of the Federation.
- 5.17 Place of action: The powers and the duties of the Federation with respect to the compensation of any director, officer or representatives shall apply regardless of the place where the action, the suit, the petition or the legal proceedings shall have been instituted.

THE GENERAL ASSEMBLY

- 6.1 Composition: The General Assembly is composed of the Executive Committee and the delegates and additional representatives of each member society, or their specified alternates. Each member society has one delegate that is the principal person serving as a liaison between the Federation and the member society. The number of additional representatives of each member society who are eligible to sit in the General Assembly corresponds to the number of dues paying members of that society as follows:

1-99 members - 0 additional representatives
100-399 - 1 additional representative
400 or more - 2 additional representatives

Each delegate is appointed by his member society to represent his society and to be the point of communication with the Federation. In the absence of a delegate from a meeting of the General Assembly an alternate shall be appointed by the member society for the duration of the meeting of the General Assembly. The names of its current delegates, or, if required, its alternates shall be forwarded by each member society to the Secretary and the Secretary shall at all times maintain a list of all current delegates and alternates. In addition, the names of additional representatives shall be notified to the Secretary prior to a meeting of the General Assembly.

- 6.2 Frequency of Meeting: The General Assembly is bound to meet at the place and date fixed for the session of the Congress.
- 6.3 Business of General Assembly: The General Assembly shall:
- (a) propose the place and date of the next International Congress of Clinical Neurophysiology (the “**Congress**”);
 - (b) vote on the proposals for memberships of the Federation submitted to it by the Executive Committee;
 - (c) vote on the budget for the following Fiscal Period proposed and presented by the Executive Committee; and
 - (d) vote upon all other resolutions relating to the fulfillment of the purposes of the Federation placed before it by the Executive Committee.
- 6.4 Those Entitled to Vote: All persons registered at the Congress may attend a meeting of the General Assembly, but only members of the Executive Committee and delegates, alternates and additional representatives whose names appear on the list maintained by the Secretary (each a member of the General Assembly) may speak and vote at a meeting of the General Assembly. Exceptionally, the chairman of the General Assembly, (normally the President, or in his absence the Past President of the Federation) with the approval of the General Assembly, may invite persons other than members of the General Assembly to speak at a meeting of the General Assembly.
- 6.5 Required Vote: Each member of the General Assembly has one vote. In all cases a simple majority (50% plus one vote) is required except:
- (a) a two-thirds (2/3) majority is required for the election of an Honorary Fellow (as defined above), for the amalgamation or dissolution of the Federation and for the amendment of these Statutes; and
 - (b) a three-quarters (3/4) majority is required for the expulsion of a member society from membership in the Federation.

In all cases the requisite majority is of those members voting either in person or by ballot at a meeting of the General Assembly.

- 6.6 Tie-Vote: A tie-vote on a simple (for/against) motion is lost. In the case of a tie-vote concerning a choice between courses of action or between candidates, the Chairman of the General Assembly has the deciding vote, whether or not he has already voted.
- 6.7 Quorum: A quorum for the conduct of business at a meeting of the General Assembly is one delegate of each of one-third (1/3) of the member societies together with the President and two other members of the Executive Committee. The chairman of a meeting of the General Assembly shall be the President or in his absence the Past President. The secretary of a meeting of the General Assembly shall, if present, be the Secretary, otherwise shall be such other member of the Executive Committee as appointed by the chairman of the meeting.
- 6.8 Approval of Matters by Written Instrument: In addition to voting on matters at meetings of the General Assembly, matters may be approved by way of written instrument submitted to all members of the General Assembly entitled to vote at a meeting of the General Assembly and signed by at least two-thirds (2/3) of the members of the General Assembly.

All written instruments shall be submitted to the delegate of each member society for execution. A written instrument signed by the delegate of a member society represents all the votes that that member society would otherwise be entitled to had the matter been considered at a meeting of the General Assembly. In all cases, the written instrument may be submitted to and signed by the delegates of member societies by means of e-mail, FAX, post, or mixed use of the three.

ORGANIZATION OF CONGRESS

- 7.1 Establishment of Organizing Committee: The organization and conduct of the Congress approximately every four (4) years is vital to the operation and advancement of the objectives of the Federation. Not less than three (3) years before the end of the current Fiscal Period an organizing committee (the “OCIC”) shall be established for the purpose of organizing all aspects of the next Congress.
- 7.2 Composition of the OCIC: The OCIC shall be comprised of the President, Past President, Secretary, Treasurer, one Editor-in-Chief, and four (4) appointees of the member society in charge of the Congress as chosen at the last General Assembly. The President shall be the Chairman of the OCIC and the appointees of the member society shall act as Convener, Secretary, Treasurer of the OCIC, and the Scientific Program Committee Chairperson.
- 7.3 Delegation: The OCIC may establish sub-committees to conduct the different affairs of the Congress and the other persons may be co-opted as members of the OCIC.
- 7.4 Honorary President: Not less than two (2) years before the end of the current Fiscal Period the member society in charge of the Congress shall recommend an Honorary President(s) of the Congress to the OCIC.

FINANCIAL YEAR END AND ANNUAL PROCEEDINGS

- 8.1 Financial Year and Annual Proceedings: The financial year end of the Federation shall be December 31. Within six (6) months of the most recently completed financial year end the Treasurer shall, through the Secretariat, mail the following to all member societies:
- (a) audited financial statements for the most recently completed financial year, with the auditors report thereon; and
 - (b) a disapproval form which may be completed by any member society, disapproving of the audited financial statements; the appointment of the auditor of the Federation for the ensuing financial year, or both. A completed disapproval form is to be sent to the Secretariat no later than eight (8) months following the most recently completed financial year.
- 8.2.1 Disapprovals: In the event that the Secretariat receives disapproval forms from member societies representing more than fifty (50) percent of the eligible vote, the Executive Committee shall immediately submit a written instrument to the members of the General Assembly calling for (i) the approval of the financial statements for the most recently completed financial period and (ii) the appointment of auditors of the Federation for the ensuing financial year.
- 8.2.2 The Executive Committee determines all matters of finance such as the site of the Treasury and the making of grants and loans, except that the amounts of dues levied on the Member Society are determined by the General Assembly

FISCAL PERIOD

- 9.1 Fiscal Period: For the purposes of these Statutes, Fiscal Period shall mean the period commencing at the end of one Congress and ending at the completion of the next Congress, normally four (4) years. In no case shall a Fiscal Period of the Federation exceed six (6) years.

MINUTES OF EXECUTIVE COMMITTEES

- 10.1 Minutes of Executive Committees: The minutes of the Executive Committee shall not be available to the general membership of the Federation but shall be available to the members of the Executive Committee, each of whom shall receive a copy of such minutes.

AMENDMENT OF STATUTES

- 11.1 Amendment of Statutes: The Statutes of the Federation not embodied in the Letters Patent may be replaced or amended by a by-law enacted by a majority of the Executive Committee and sanctioned by the affirmative vote of members of the General Assembly

in accordance with Part 6 of these Statutes, provided that the repeal or amendment of such Statutes shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.

BOOKS AND RECORDS

- 12.1 Books and Records: The Secretary shall see that all necessary books and records of the Federation required by the Statutes of the Federation or by any applicable statute or law are regularly and properly kept.

OPERATIONAL BY-LAWS

- 13.1 Rules and Regulations: The Executive Committee may, on its own or upon the recommendation of the Rules Committee, propose such rules and regulations, to be termed Operational By-Laws, not inconsistent with these Statutes relating to the management and operation of the Federation as they deem expedient, provided that such Operational By-Laws shall not have force and effect until approved by the General Assembly.

COMMITTEES

- 14.1 Rules Committee: At the beginning of the 'Fiscal Period' a Rules Committee of five members shall be set up by the Executive Committee. The Rules Committee shall constantly review the Statutes and any other by-laws of the Federation and make recommendations, if necessary, for their amendment to the Executive Committee. Questions regarding the interpretation of existing Statutes and By-Laws may be referred to the Rules Committee by the President, and its decisions shall be final.
- 14.2 Special Committees: Special Committees may be appointed by the President of the Federation and ratified by the Executive Committee. A Special Committee may act through representatives duly appointed.

SPECIAL COMMISSIONS

- 15.1 Special Commission: On recommendations of the Executive Committee, with the approval of the General Assembly, Special Commissions may be set up, each to represent a special branch of Neurophysiology. Each Special Commission shall be composed of three members, one of whom shall be designated Chairman; they will be proposed by the Elections Committee and elected by the member societies similarly to the members of the Executive Committee. The Chairman will be a member of the Executive Committee and will advise it of the interest of his specialty. The members will be members of the General Assembly. The President may delegate tasks, such as the organization of specialized meetings, to the appropriate Special Commissions.

CHAPTERS

- 16.1 Chapters: On recommendation of the Executive Committee and the approval of the General Assembly, Chapters may be set up each to represent the member societies located in a particular region. Each Chapter is governed by its own by-laws, which must be approved by the Executive Committee of the IFCN. The Federation Rules Committee serves as the Rules Committee of each Chapter.

INTERPRETATION

- 17.1 Interpretation: In these Statutes and in all other by-laws of the Federation hereafter passed, unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

DISSOLUTION OR AMALGAMATION

- 18.1 As specifically provided for in the Federation's Application for Incorporation:
- (a) The Federation may be dissolved or may amalgamate with another body having similar objectives, on the proposal of the Executive Committee, ratified by a two-thirds (2/3) majority of the General Assembly.
 - (b) In the event of its dissolution the assets of the Federation may not be divided among its members and shall be transferred to another international body, or bodies, of like interests, agreed to by the General Assembly.

APPENDIX "A"
LIST OF MEMBER SOCIETIES

ARGENTINA

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