



**BYLAWS
OF
THE ENDOUROLOGICAL SOCIETY**

ARTICLE I

Principle and Registered Officers:

Section 1: The principal office of the corporation be at such places designated by the Board of Directors.

Section 2: The registered officers of the corporation be at such places designated by the Board of Directors.

ARTICLE II

Seal

The seal of the Corporation shall be circular in form and shall have inscribed thereon the name of the Corporation. The seal may be either an impression, written or printed.

ARTICLE III

Meeting and Members

Section 1: The Annual meeting of the members for the transaction of such business as may properly come before the meeting may be held at such time and place during any year as may be directed by the Board of Directors; but in case of the absence of action by the Board of Directors, it shall be at the World Congress of Endourology on the 1st day of the meeting.

Section 2: The Annual meeting of the delegates maybe held at such time and place during any year as may be directed by the Board of Directors; but in case of the absence of action by the Board of Directors, it shall be at the World Congress of Endourology and UroTechnology. Actions of the delegates include but are not limited to election of officers and directors.

Section 3: Special meetings of the delegates shall be held at the principal office of the corporation or at other convenient places within the continental limits of the US and/or Europe or Asia as maybe designated in the notice thereof and at such times as maybe fixed in the notice or as maybe prescribed from time to time by the Board of Directors. Such meetings maybe called as provided in the Articles of Incorporation.

Section 4: Notice of meetings of delegates shall be given as provided in the Articles of Incorporation.

Section 5: At all meetings of the delegates, in order to constitute a quorum for the transaction of any business except the taking of action with respect to adjournment, there shall be present regular delegates constituting at least one-tenth of the delegates entitled to vote but not fewer than 10 such members, and the decision of a majority of such quorum shall be valid as a corporate act unless a larger vote is required by law, these by-laws or the certificate of incorporation; provided, however, any action which is required to be taken, or may be taken, at a meeting of the delegates, may be taken without a meeting if consents in writing, setting forth the action so taken, shall be signed by two-thirds of the delegates entitled to vote with respect to the subjects matter thereof; and the secretary shall file such consents with the minutes of the meetings of the delegates. If at any duly called meeting of the delegates, there be present less than a quorum, the decision will rest with the Board of Directors.

Section 6: The Secretary General shall call to order all meetings of the delegates and unless otherwise ordered by the delegates entitled to vote shall act as chairman of such meeting. Unless presiding, the Secretary General of the corporation shall act as secretary of all meetings of the members in which case, or in his absence, the office of presiding at any such meeting may appoint any person to act as secretary of the meeting.

Section 7: Each country with greater than 20 dues paying members will have one delegate. Countries exceeding 75 dues paying members will have 2 delegates and countries exceeding 150 members will have 3 delegates (max). The core responsibilities of Delegate members include, but are not limited to, the election of officers and Board of Directors and providing relevant input to the Board on all matters pertaining to running the Society. Delegate members serve as representatives of their unique regions and countries, Delegates are also responsible to assist the Membership Committee in encouraging new members to join and identifying individuals who are interested in becoming more involved in the Society. This may include encouraging local physicians and researchers to submit their work to the Annual Meeting, the Journal of Endourology and to attend the annual meeting. Delegate members are expected to attend all WCET meetings and required to attend two out of three Society business/delegate meetings per term, routinely held at the WCET, unless excused by the Executive Committee. Terms of Delegates will be three years, once renewable. Noncompliance with these expectations may result in being removed from participation as a Delegate.

ARTICLE IV

Board of Directors

Section 1: The affairs of the corporation shall be managed by the Board of Directors. The Directors shall consist of the President, President-Elect, Past-President, Secretary General, Treasurer, Secretary General-Elect or Treasurer-Elect, Director of Education, Associate Director of Education, Research Chair and 3 elected representatives from Europe, 3 elected representatives for North America, 1 elected representative from Central and South America, 1 elected representative from the Mid-East and Africa, 3 elected representatives from Asia including Japan, India and Australasia and 3 members at large. The Secretary General-Elect, Treasurer-Elect and Director of Education-Elect shall be non-voting members of the Board of Directors. The current Presidents of Subsocieties will be voting members of the Board. The Director of Education will be a voting member of the Board. Founding President, Dr. Arthur Smith, the Historian and the Editors of the Journal of Endourology and Videourology editors will serve as ex officio, non-voting members of the Board. The Young Endourology Chair will serve as an ex officio, non-voting member of the Board.

Section 2: New Directors selected by the Nomination Committee will be approved and ratified by the delegates and membership at the annual WCET meeting

Section 3: The term of the Directors shall begin at the conclusion of the Annual meeting at which they were elected and continue until the conclusion of the Annual meeting of the respective term/s for which they were elected. The President shall serve for 1 year. The President-Elect shall serve for 1 year. The Secretary General will serve for a 3-year term renewable to a maximum of 2 terms. The Treasurer will serve for a 5-year term renewable to a maximum of 2 terms. The Secretary General-Elect and Treasurer-Elect, after serving one year in this office, shall be elevated to the office of Secretary General and Treasurer automatically without again standing election. The Research Chair will serve a 4-year term, renewable to a maximum of 2 terms. The elected regional representatives will serve for 3 years renewable to a maximum of 2 terms. The members at large will serve for 1 year renewable to a maximum of 2 terms. The Historian will serve for a 3-year term renewable once. The Historian is a nonvoting member of the Board of Directors and will maintain an accurate history of the Society. The Director of Education will serve a 3-year term, renewable once and will receive administrative support from the society. The Director of Education is a voting member of the Board and is responsible for educational activities of the Society, including the annual meeting and subsociety and working group meetings as well as serves on the AUA Program Committee. The Associate Director of Education will serve a 3-year term renewable once. The Associate Director of Education after serving at least one term can be elevated to the position of Director of Education. The Associate Director of Education is a voting member of the Board and will receive administrative support. The Research Chair is responsible for the research activities of the Society. The Research Chair is a voting member of the Board of Directors and will receive administrative support.

Section 4: Any vacancy occurring in the Board of Directors may be filled by the Board of Directors for the unexpired term.

Section 5: The Board of Directors shall meet at both the WCET and AUA meetings annually. Board members are expected to attend all WCET meetings and are required to attend at least four out of six Board of Directors meetings per three-year term, unless excused by the Executive Committee. Noncompliance with these expectations may result in being removed from participation as a Board Member.

Section 6: Interim meetings of the Board of Directors in addition to the Annual meeting shall be held at least annually. Special meeting of the Board of Directors may be called by the President and/or the Secretary General and shall be called by the Secretary General at the request of the majority of the Directors by written or telegraphic notice delivered to each Director or mailed or sent to each Director at least three days prior to the meeting.

Section 7: Board of Directors may hold its meeting at the principal office of the corporation or at any other convenient place within the continental limits of the North America, Europe, Asia as determined by the Board of Directors. Meetings may be held by conference call at which each member is at all times able to hear what is said by each of the other members.

Section 8: A majority of the entire Board of Directors shall constitute a quorum for the transaction of business at a meeting; provided, however, if all the Directors severally or collectively consent in writing to any action to be taken by the Board of Directors, such consent shall have the same force and effect as a unanimous vote of the Directors at a meeting duly held, and the Secretary General shall file such consents with the minutes of the meetings of the Board of Directors. A motion passes with a 50 percent plus 1 of the voting members of the Board who are present (as defined below) at the meeting.

Any one or more members of the Board or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. Members of the Board of Directors are required to attend at least 4 of 6 Board of Director Meetings held during each 3-year term unless excused by the Executive Committee, otherwise they will be dismissed from the Board of Directors.

Section 9: The Board of Directors shall have the power to create such committees as it from time to time deems desirable, and to define the respective powers and duties of such committees. The Board of Directors by resolution adopted by a majority of the entire Board designates an executive committee, which shall consist of President, President-Elect, Past-President, Secretary General, Treasurer, Director Education, Associate Director of Education and Research Chair, which committee to the extent provided in the said resolution, shall have and exercise the authority of the Board of Directors in the management of the corporation; but such committee shall not have sole authority as to the following matters: 1) The submission to members of any action requiring members approval under this chapter. 2) The filling of vacancies in the Board of Directors or in any committee without the approval of the Board of Directors. 3) The fixing of compensation of Directors for serving on the Board or on any committee. 4) The amendment or repeal of the bylaws or the adoption of new bylaws. 5) The amendment or repeal of any resolution of the Board, which by its term shall not be so amenable or repeatable.

Section 10: The President shall preside at the meeting of the Board of Directors or in his absence the Secretary General or in his absence the Treasurer or in absence the Past President or such other person as the Board shall order.

ARTICLE V

Officers

Section 1: The officers of the corporation will constitute of the Executive Committee comprising of: President, President-Elect, Past President, Secretary General, Treasurer, Director of Education, Associate Director of Education and Research Chair. The Secretary General, Treasurer, Director of Education, Associate Director of Education and Research Chair will receive administrative support from the Society annually. The terms of the officers shall be 1 year for the President, 1 year for the President-Elect, 1 year for Past President, 3 years for the Secretary General (renewable for 1 additional term), 5 years for the Treasurer (renewable for 1 additional term), 3 years for Director of Education (renewable for 1 additional term), 3 years for Associate Director of Education (renewable for 1 additional term) and 4 years for the Research Chair (renewable for 1 additional term). The Secretary General-Elect and Treasurer-Elect after serving one year in this office, shall be elevated to the office of Secretary General, Treasurer automatically without again standing Election. The Director of Education will serve a 3-year term renewable once. The Associate Director of Education may be elevated to office of Director of Education after serving at least one term or in the event the office of Director of Education is vacated. The terms of the officers shall begin at the conclusion of the annual meeting at which they were elected and continue until the adjournment of the annual meeting of the respective terms of their election.

Section 2: The President, President-Elect, Secretary General, Treasurer, Director of Education, Associate Director of Education and Research Chair shall perform their usual functions of such offices in non-profit corporation of this kind. The Secretary General shall have charge of and keep the records of the books, papers and seal of the corporation. The Secretary General when present (and unless presiding), shall act as secretary of all meetings of delegates and all meetings of the Board of Directors; in his absence, the presiding officer may appoint any person to act as secretary. The Secretary General will

ascend to the President-Elect role at the conclusion of his or/her term. The Treasurer will ascend to the President-Elect at the conclusion of his/her term. In addition to the above ascension of the Secretary General and Treasurer to the President-Elect role, the Executive Committee will have the authority to nominate a senior member of the Society to be considered for the President-Elect role when needed, in the spirit of diversity and inclusivity as well as to best represent our international society. This nomination will require approval from the Board of Directors.

Section 3: Any vacancy on the Executive Committee may be filled for the unexpected term by the Board of Directors.

Section 4: In the instance of unforeseen events, where the World Congress of Endourology and Technology and UroTechnology meeting needs to be cancelled or postponed, the terms of the President, President-Elect, Secretary, Treasurer, Treasurer-Elect, Secretary General Elect, Research Chair, Director of Education, Associate Director of Education and all members of the Board will remain the same and will not change.

ARTICLE VI

Membership and Committees

Section 1: There shall be three categories of members, active members, senior members, honorary members and candidate members. It shall be the function of the Membership Committee to recommend candidates for active membership or affiliate membership to the Board of Directors, which has the final voice on any recommendation, but the first active members to be elected may be elected by the Board of Directors without action by the Membership Committee.

Section 2: Active members, in addition to the minimum qualifications set out in the Articles of Incorporation, shall be chosen by reason of their professional attainments and publications and their interest in the work of the Corporation.

Section 3: Honorary Members: Honorary Members shall be long standing members of the Society who have achieved prominence in a field of medicine related to urology. The President of the Society shall be responsible for nominating up to 2 members annually for Honorary Membership, with approval from the Board of Directors.

Section 4: Candidate Membership – is established to extend educational and professional advantages to urological residents.

Section 5: Senior Membership - Active members with 20 or more consecutive years of membership, 65 years or older and retired may apply for Senior Membership. Active members with 10 or more consecutive years of membership who are permanently disabled may also apply. Senior members are exempt from paying annual membership dues.

Section 6: Active members who do not attend any meetings of the members for four consecutive years, shall unless excused by the Board of Directors on recommendation of the Membership Committee, be dropped from membership. Any Active or Affiliate member who is delinquent in payment of dues for more than six months after the due date hereof, shall be dropped from membership, unless excused for good cause by the Board of Directors.

Section 7: There shall also be such other committees as the Board of Directors shall from time to time determine, the chairman and members of which shall be appointed by the President. Any committee, including the Executive Committee, may at any time be discharged by action of the Board of Directors.

Section 8: Committees

Selection of New Committee Members: In an effort to engage our membership and become more inclusive and diverse as a Society, a call for applications for open committee positions within the various committees that serve under the Endourological Society will be sent out to Society members each year. This is an effort to identify motivated, and creative individuals who are dedicated to providing their time and effort to further the many missions of our dynamic Society. Terms of reference for available committee positions will be available for review for interested members. Applicants will be asked to submit a brief 250 word or less statement of interest in a particular committee, including any previous experience that may augment the committee's activities and function, along with their curriculum vitae. Applicants cannot apply if they are actively serving on another Society committee. Submissions will be made directly to the Executive Director. Applications will then be reviewed by the Chair of each committee and its members, with the top three candidates submitted to the Executive Committee for final selection and approval.

Endourological Society Nominating Committee. The Nominating Committee will consist of the current President, President-Elect, the past three Presidents, Treasurer and Secretary General. The role of these individuals is to select the next President-Elect of the society and Board of Directors, keeping international representation in mind. The criteria of selection of the President-Elect will include the following:

- a) The nominee should be a senior member of the society with at least 10 years of active contribution to the society.
- b) Number of WCETs attended and program planning roles
- c) Positions on the board of directors and/or society committees
- d) Contributions to the Journal of Endourology (e.g. editorial board member, reviewer metrics, number of articles published)
- e) Total number of peer-reviewed publications
- f) Other accomplishments and awards within the society

Membership Committee: The Membership Committee is tasked with developing and implementing a Society membership marketing strategy and tactics aimed at recruiting and retaining members. The members of the committee should be well versed regarding the benefits, support and services afforded to members as well as the cost of membership. The committee will work closely with the Society leadership office to assure that the goals and objectives of the committee are carried out.

The committee will report to the Executive Committee and the Board of Directors. The committee will be comprised of 6 members: A Chair, 2 Board representatives and up to 4 at-large members, at least 2 of whom are international members. The committee will meet at the annual WCET with interim teleconference calls at the discretion of the Chair. The Secretary General and Treasurer are ex officio members. The term of the Chair is 4 years. The terms of the committee members are staggered initially at 2, 3 and 4 years. Thereafter, the term of each of committee member is 4 years.

Website Committee: Each member will serve a 3-year term. The role of this committee is to provide timely updates and content to the Endourology Society website including advertisement of educational events and meetings (e.g. WCET, AUA Endourology Day) and with the goal of making the website dynamic, educational, and user friendly. The Website Committee reports to the Executive Committee and Board of Directors.

Social Media Committee: The purpose of this committee is to manage the Society's social media presence including communicating news vital to the Society's activities including key presentations at academic meetings, meeting updates, member awards amongst other things. The committee members will also support social media activities related to the Journal of Endourology and VideoUrology. The committee will consist of a Chair and eight international members, representing all facets of our Society. Each member will serve a 4-year term with committee members staggered. The Social Media Committee reports to the Executive Committee and Board of Directors.

Awards Committee: Each member will serve a 3-year term. The Awards Committee shall consist of the two most recent Past-Presidents (the Immediate Past-President and the second recent Past-President) and 6 members of the Endourology Society. The Secretary General will serve as an ex-officio member of the committee. The Editor of Videourology will be a standing member of the Awards Committee. The Award Committee selects recipients of the Karl Storz Lifetime Achievement Award, the "Arthur Award" and the Ralph Clayman "Mentor Award" approximately 3-6 months prior to the WCET meeting by seeking nominations from the Board of Directors. The Industry Award – "For Innovation in Endourological Instrumentation", sponsored by the Endourology Society, is decided by the Executive Committee with final approval by the Board of Directors. The letters announcing the award will be signed by both the Award Committee Chair and the Secretary of the Society. The award winners will be notified within 3 months of the World Congress Meeting to assure attendance. The recipients of the Olympus Best Paper Awards are decided at the annual WCET meeting by the Awards Committee.

Fellowship Committee: Consists of 8 members. Each member will serve a 3-year term. The Fellowship Committee meets biannually, during the AUA annual meeting and WCET meeting. They review new applications, program director changes, programs on probation and any issues raised by Program Directors and/or Fellows.

AUA Program Planning Committee: Five members are selected to represent the Society at the AUA Planning Committee Meeting which meets annually. Members of this committee will be the Secretary General, Director of Education, Research Chair, Associate Director of Education, President of FTS and President of SURS. The Secretary General will serve as Chair of the committee. The Treasurer will serve as an ex-officio member of the committee.

Finance Committee: The Treasurer will serve as the Chair of the Finance Committee. Three members in good standing (of which one member is to be a Board Member) to serve on this committee. Meetings will be by teleconference 3 times per year and one on site meeting during the WCET Annual Congress. Members of the Finance Committee will serve a 3-year term.

Education Committee: The Education Committee is charged with strategically leading the Society in creating a comprehensive education initiative. The goal is to review and revise the current educational program for the Endourological Society, with the development of both on-line and web-based educational content together with the organisation of hands-on training courses on an international basis. Courses are to be developed in the 4 specialty areas including defined skills exercises for the hands-on component. It also includes the organisation of educational courses for the annual WCET meeting together with an annual liaison with AUA Program via Executive Committee. It is expected that committee will prioritise the educational needs of the Society as opposed to industry commitments. The Education committee will be chaired by the Director of Education and the committee will consist of 6 representatives of the subspecialty programmes serving a 3-year term renewable. The Secretary General and Treasurer will serve as an ex-officio member of the committee.

Research Committee: Each member will serve a 3-year term. The purpose of the Research Committee is to direct and facilitate members of the endourologic community in performing high quality and impactful research in the area of kidney stone disease, robotics, focal therapy, BPH and minimally invasive surgery. The role of the committee is to implement and organize research activity of the Society under the direction of the Director of Research. To that end, the committee will:

- a) Facilitate collaboration between investigators within the Society, as well as industry partners, to further the research mission of the Society.
- b) Lead or facilitate studies that involve members of the Society
- c) Assist members in identifying resources or expertise with the Society that can facilitate their research. This may include:
 - a. Statistical
 - b. Study design
 - c. Basic science expertise
 - d. Translational science expertise
 - e. Medical device expertise
 - f. Assistance with grant applications where possible
- d) Mentor researchers and enhance their academic growth
- e) Assist in studies started by the Team of Worldwide Endourological Researchers (TOWER).

Data Committee: The Data committee is charged with creating a survey annually related to any topic in minimally invasive surgery, review post annual meeting survey, create a list of potential speakers and their area of interest for the purpose of WCET and all educational initiatives. The Data Committee will consist of a Chair, Vice Chair and 4 committee members. The terms of the committee members are staggered initially at 2, 3 and 4 years. Thereafter, the term of each of the committee member is 4 years. The Secretary General and Treasurer will serve as an ex-officio member of the committee.

World Endo Committee: This committee is tasked with evaluating the World Endo Initiative, specifically regarding goals, approach, pursuit of gifts and utilization of the funds. In addition, this committee will provide guidance to the Society with regards to all aspects of philanthropy, including the concept of enlarging committee membership to suit future needs of the Society. The committee reports to the Executive Committee and the Board of Directors. The committee will be composed of a Chair, one board representative, and up to 4 at-large members, preferably international. The committee will meet at least at the WCET and the AUA, with interim meetings at the discretion of the Chair. The terms of the committee members are staggered initially at 2, 3 and 4 years. Thereafter, the term of each of the committee member is 4 years. The Secretary General and Treasurer are ex officio members. Dr. Ralph Clayman and Dr. Raju Thomas will remain standing members of the committee.

Diversity and Inclusion Committee: The role of the Diversity Committee is to examine and identify ways in which to increase diversity and inclusivity within the Society. The Committee will provide guidance to the Society with regards to structure and programming that can be utilized to advance the Society's goals of diversity and inclusivity. The committee reports to the Executive Committee and the Board of Directors. The committee will be composed of a Chair, a Vice Chair and up to 4 at-large members. The committee will meet at the WCET, AUA, with interim meetings scheduled at the discretion of the Chair. The terms of the committee members are staggered initially, at 2, 3, and 4 years. Thereafter, the term of each of the committee members is 4 years. The Secretary General and Director of Education are ex officio members.

History Committee: The History committee shall consist of 6 members of the Society. The Historian, a Past President, 1 board representative and 3 at large members. Each member will have a 3-year term. The Historian will chair the committee, which will meet at least twice per year. The committee

shall be charged with keeping the Society's history, both on the website and with regular presentations to the Board of Directors, and at the WCET to the membership. The Secretary General and Website committee chair will serve ex officio.

Young Endourology Committee: The role of the Young Endo Committee is to raise awareness and address the various challenges and opportunities related to developing an early successful clinical and research practice in the field of endourology and minimally invasive surgery through networking and collaboration across our international Society membership. Topics that this committee will address include transition to clinical practice, optimizing research and grantsmanship, mentorship, leadership, service, small business development and patent application amongst others.

The Committee will provide guidance to the Society with regards to programming relevant to young endourologists for the annual WCET and related meetings. The committee reports to the Executive Committee and the Board of Directors. The committee will be composed of two co-chairs and three additional members, each with a three-year term. Co-Chairs and committee members should be within 10 years of practice and a member of the Endourology Society in good standing. The Secretary General and Director of Education will serve as ex officio members.

ARTICLE VII

World Congress of Endourology and Uro-Technology and Associated Meetings

Section 1: Faculty Selection for Society Speaking Opportunities. Each year the Society offers a multitude of opportunities for member participation in speaking engagements, for example podcasts, webcasts, meeting moderator, course faculty, plenary speaker and international conference speaker. It is the Society's policy that with rare exception (e.g., unique topic or surgical technique/procedure) that all speakers should be active, paying members in good standing within the Society.

Section 2: Regional/National group meetings at the World Congress of Endourology and Uro-Technology. As part of our mission as an inclusive, international society, the Endourological Society seeks to provide the opportunity for such groups to hold meetings at the annual WCET meeting by providing a separate room and audio-visual support, generally on the day prior to the start of the WCET plenary. These resources are free of charge for the group but are limited in number. The following are a list of conditions:

- Formal electronic submission must be made to the Executive Director and Secretary General of the Society at least 6 months prior to the WCET meeting including the formal name of the group and projected number of attendees. All submissions will be reviewed by the Executive Committee.
- Group director(s) must be active members in good standing within the Endourological Society, have at least 20 active paying members and should actively encourage their attendees to join the Endourological Society in order to participate.
- Although the Endourological Society aims to be as inclusive as possible, due to limitations in meeting space, the Executive Committee reserves the right to make the final decisions as to which groups receive a meeting space, keeping diversity and international representation in mind. As such there can only be one group meeting per country.
- Each group is responsible for organizing and soliciting speakers, providing travel, housing and registration and royalty payments based on what is customary for their group.
- The Endourological Society will only be responsible for providing the meeting room and audiovisual support.

Section 3: International Society Requests for Endourological Speakers. The Endourological Society is frequently asked by international societies to provide speakers to serve in various educational and training roles as Society representatives at local conferences. Society leadership, with the assistance of the Education Committee, will make every attempt to help identify Society members who may be available to participate in such conferences either in person or remotely. Once a speaker or speakers are identified, the Society will turn over all logistical discussions (e.g., travel, lodging, speaker topics) to the local conference organizers.

It is the expectation of the Society that invited speakers who are asked to be present in person be provided business class travel, transfers between the airport and hotel, as well as hotel accommodations for their full duration of attendance in return for their time and educational contributions to the local meeting. The local organizers are encouraged to use the Endourological Society logo in their advertisements with the hopes that these activities will help encourage increased Society membership and participation in future World Congress of Endourology and Uro-Technology meetings.

ARTICLE VIII

Finances and Activities

Section 1: The dues of regular membership will include:

- Free on line access to the Journal of Endourology and VideoUrology
- Free access to the video library, podcasts, webinars and past meeting content
- Complimentary membership to the Society of Urologic Robotic Surgeons, Focal Therapy Society and the Engineering and Urology Society
- Reduced registration fee at the WCET meeting.

The cost of membership should be payable within 3 months after statements are mailed to the membership. The dues may be increased as determined by the Board of Directors in the future.

Section 2: There shall be at least one scientific meeting each year at which discussions on matters concerning endourology will be had and appears on such subjects presented. The scientific meeting may be combined with the annual meeting of members. The President will, unless otherwise determined by the Board of Directors, be charged with organizing and presiding at the scientific meeting.

Section 3: The solicitation of gifts, grants and contributions may be authorized by the Board of Directors from time to time to carry out the purposes of the Corporation as set out in the Articles of Incorporation.

Section 4: The principal sum in assets of the Society shall not be used for yearly running expenses and/or conferences. The principal would be served to generate interest income for the education purposes deemed by the Board of Directors.

ARTICLE IX

Miscellaneous Provisions

Section 1: Whenever any notice whatever is required by law or under the provisions of the Articles of Incorporation or by-laws of this Corporation, waiver thereof in writing (which may be in the form of a telegram) signed by the person or persons entitled to such notice, whether before or after the time of the meeting or other act with respect to which such notice is required, shall be deemed equivalent to the giving of such notice. The attendance of any member at a meeting, in person or by proxy, without

protesting prior to the conclusion of the meeting the lack of notice of such meeting, shall constitute a waiver of notice by him.

Section 2: Depositories of funds of the Corporation shall be in the state of New York to be determined from time by the Board of Directors. All checks, drafts and orders, drafts or orders for the payment of money shall be signed by such officer or officers or person or persons (whether or not officers of the corporation) and in such manner as the Board of Directors shall from time to time designate. Annually, an audit will be performed by an outside agency selected by the Board.

ARTICLE X

Amendments

Section 1: As provided in the Articles of Incorporation the power to make, alter, amend or repeat by-laws of this Corporation, is vested in the Board of Directors, except that a by-law of this Corporation, is vested in the Board of Directors, except that a by-law changing the dues shall be adopted by the regular members. Amendments to the Articles of Incorporation may be made only on compliance with the applicable New York law.

ARTICLE XI

Subsocieties and Working Groups

Section 1: Subsocieties of the Society are permissible with acceptance of the following criteria:

1. There is a rolling set of Subsociety Officers who are members in good standing.
2. Fundraising capabilities and ability to comply with meeting guidelines and deadlines are documented by the Executive Secretary.
3. There is an international membership and membership interest in the Society.
4. There is Executive Committee and BoD approval.
5. The subsociety retains the Endourology Society Treasurer.

Subsocieties subsequently have approval to maintain their own tax ID number, share meeting resources with other Society subsocieties at the AUA and WCET, as well as retain a portion of the WCET annual meeting program.

Section 2: Working groups of the Society are permitted with acceptance of the following criteria:

1. There is an international membership and membership interest in the working group.
2. Ability to comply with meeting guidelines and deadlines are documented by the Executive Secretary.
3. There is Executive Committee and BoD approval.

Appendix I

Journal of Endourology and Videourology Journal

The Journal of Endourology and Videourology Journal are designated as the official Journals of the Endourology Society. The editors of both journals will serve as non-voting members of the Board of Directors.

Each editor will serve a 5-year term, renewable once. Upon Dr. Arthur's Smith retirement, there will be only 2 Co-Editors-in-Chief, eliminating the position of Executive Editor. Upon Dr. Smith's retirement, Dr. Chandru Sundaram would become the Co-Editor-in-Chief. The Executive Committee in consultation with the publisher (after soliciting applications from the membership of the Endourology Society), will be responsible for selecting the new Co-Editor when an editor's term is completed.

CROES (Clinical Research Office of the Endourology Society)

The Endourological Society is one of the major Societies with a strong global presence in the fields of endourology and emerging technologies. The Society supports especially the global diffusion of knowledge and skills in these fields. To further advance the field of endourology and emerging technologies, the implementation of high level basic and clinical scientific research within the Endourological Society is of great importance.

The Clinical Research Office of the Endourological Society (CROES) is an official organization within the Endourological Society responsible for organizing, structuring and favoring a global network on endourological research. The CROES was founded during the World Congress on Endourology meeting 2008 in Shanghai and has been operational since that time. The CROES council is composed of a Chairperson and 6 international members (2 American, 2 European, 2 Asian). The operational activities will be located in the office decided by the Research Chair subject to board approval.

Subsocieties

The Engineering and Urology Society

The Engineering and Urology Society offers a unique opportunity for collaboration where engineering innovation meets clinical demand. This cooperation leads to an unparalleled exchange of ideas and routes to address clinical problems with engineering solutions. The ultimate forum where these interchanges occur is at the Annual Meeting of the Engineering and Urology Society held in conjunction with the Annual American Urological Association Meeting. The Annual Meeting of the Engineering and Urology Society offers the delegates an opportunity to present and learn about the latest research developments in urologic technology. The Morning session consists of state-of-the-art lectures and discussions in the hottest areas of technology. The afternoon poster sessions allow members to present their work, discuss, and obtain further feedback and ideas from fellow technophiles.

Society of Urologic Robotic Surgeons - SURS

SURS is a collaboration of robotic surgeons who are interested in promoting all aspects of robotic-assisted surgery, including emerging techniques/procedures, credentialing/training, cost-effective analyses, and collaborative research. The mission of the group is to:

- promote and maintain the highest standards of education, research and clinical applications of computer assisted or robotic technology, as it relates to the field of urology.
- facilitate the exchange of information between professionals with a primary interest in urologic computer assisted or robotic interventions.
- support and contribute to the academic activities of its members in the pursuit of improving this technique and patient care.
- carry out activities related to urologic robotic or computer assisted interventions that the members feel appropriate.
- represent its members and the specialty of urologic robotic or computer assisted surgery internationally in appropriate professional, social and economic forums.

Members of SURS have collaborated to publish articles on robotic procedure nomenclature, credentialing, and current use of robotic simulators. The Endourology Society has given strong support to SURS through administrative support, annual Society meetings at the AUA and WCET, and collaboration with the AUA to procedure the live surgery course.

SURS was founded in 2005. Membership is included with the annual dues to the Endourology Society. The official journal for SURS is the Journal of Endourology.

Focal Therapy Society – FTS

The Focal Therapy Society (FTS) aims to advance and position minimally-invasive, image-targeted cancer treatment in a safe, effective, organ-preserving manner to extend and maintain quality of life.

Each year, the FTS hosts several international educational symposia on Focal Therapy and Imaging in Prostate and Kidney Cancer along with hands-on skills training such as MRI interpretation and mpMRI-TRUS fusion targeting seminars. Our educational programs include the Endourological Society Masterclass series on Focal Therapy and image/targeting-related topics and a quarterly virtual patient selection/tumor board along with international networking. The FTS aims to develop consensus guidelines and best practice statements. The Focal Therapy Society strives to promote the acceptance of active surveillance and image-guided focal therapy as both first line and salvage management for appropriate patients, including dissemination of education and training, and providing a forum for physicians, scientists, industry and leadership to professionally interact and share experiences.

The FTS offers an International Focal Therapy Outcomes Registry that tracks clinical outcomes of all types of ablative modalities and treatment configurations for partial prostate gland therapy. This registry conveys real-world physician experience utilizing FT including oncologic outcomes and complications. A primary aim of the FTS is to develop collaborative research projects that physicians throughout the world can participate, focusing on multi-center international clinical trials. Membership is included with the annual dues to the Endourology Society.

Working Groups

Stent Working Group

The International Society for Urological Stents was established by Prof Daniel Yachia over a decade ago. The purpose was to integrate all groups of individuals who have an interest in Urological stents and develop a forum for discussion and development. After a series of meetings, the mantle has been handed over to Mr. Ravi Kulkarni.

Mr. Kulkarni took the decision to make the ISUS a sub-section of the Endourology Society. The Board of Directors of the Society kindly agreed. A regular session has since been arranged at the annual World Congress of Endo-Urology and SWL. This sub-plenary session has a different theme each year. The speakers are selected from all corners of the world. The choice of speakers is based on their expertise and publications related to the theme of the year.

These sessions have been well attended and have drawn together many clinicians as well as scientists. A significant input is made by research-oriented trainees as well as senior Urologists interested in urological stents.

The aim of the Society is to develop such concepts further, have new themes every year and integrate industry and research. The involvement of the CROES section of the Endourology Society will be considered in the future to establish an evidence-based approach to stent technology.

Young Endourology Committee:

The Young Endourologist's Working Group was created in 2010, and is designed to formally integrate junior endourologists as well as trainees into the formal processes of the Endourology Society. The working group is administered by a Chair. The Chair serves a 2-year term. The Chair of the working group holds a non-voting, ex officio position on the Board of Directors of the Endourology Society, which allows them to observe and contribute to the Society's direction and development.

The Chair is responsible for creating the discussion agenda for the Young Endourologist's meeting at the World Congress of Endourology and Uro-Technology Annual Meeting. In general, the subject matter for this annual forum is focused on issues of training, education, and research, thereby providing a platform for the discussion of matters that are particularly relevant in early in one's career. In keeping with the tenets of the Endourology Society, the leadership of the Young Endourologist's Working Group is intended to be geographically diverse.

Appendix II

Endourology Society

Description of Officers, Board of Directors and Delegates

The Officers of the Endourology Society shall be a President, a Past President, a President-Elect, a Secretary General, a Treasurer, a Director of Education, an Associate Director of Education, a Research Chair and a Historian. The President and President-Elect shall be elected for terms of one year at the Annual Meeting. The Secretary shall be elected for a term of 3 years renewable once. The Treasurer shall be elected for a term of 5 years renewable once. The Director of Education will serve a 3-year term, renewal once. The Associate Director of Education will serve a 3-year term renewal once, and the Historian shall be elected for a term of 3 years renewable once. All candidates for these offices must be "Active" Members of the Endourology Society. The Secretary General, Treasurer, Director of Education, Associate Director of Education and Research Chair will receive administrative support.

President: The term of the office shall be one year. The term will coincide with the annual WCET meeting. The President shall preside at the meeting of the Board of Directors. He/She shall call special meetings of the Board of Directors as necessary. The President shall be a member of the Executive and Nominating Committee.

Past President: The Past President shall be a member of the Board of Directors. The Past President shall be a member of the Executive and Nominating Committee as well as serve on the Awards Committee.

President-Elect: The President-Elect shall assist the President in the performance of his/her duties and in the absence of the President, shall preside. In the event of the President's resignation or removal, the President-Elect shall assume the office of the President for the unexpired term. The President-Elect shall be a member of the Executive and Nominating Committee.

Secretary General: The Secretary General shall serve a term of 3 years, renewable once. The Secretary General shall keep a file of the Society Bylaws. The Secretary General shall annually obtain the reports and records of the activities of all subsocieties, committees and working groups. The Secretary General shall publish and send newsletters to all members quarterly. The Secretary General will also serve on the Executive and Nominating Committee.

Treasurer: The Treasurer shall serve a 5-year term, renewable once. He/She shall keep an accurate record of all property of the Society. He/she shall keep an accurate account of all financial transactions of the Society and prepare yearly budget. He/she shall disburse monies of the Society. Payments shall be made only by checks drawn on the accounts of the Society. He/she shall have an annual audit of the Society's financial status prepared by a certified public accountant, and present a report of this audit to the Board of Directors and to the members of the Society at the Annual Business Meeting. He/she shall verify that all taxes, reports and filings are submitted in a timely fashion and present this to the Board of Directors. The Treasurer will also serve on the Executive and Nominating Committee.

Treasurer-Elect: The Treasurer-Elect, after serving one year in this office, shall be elevated to the office of Treasurer automatically without again standing election. The Treasurer-Elect shall perform any duties concerned with the Society which are assigned by the Treasurer. This may include ex-officio participation on committees where the Treasurer serves as a member. The Treasurer-Elect shall be a non-voting member of the Board of Directors.

Secretary General-Elect: The Secretary General-Elect, after serving one year in this office, shall be elevated to the office of Secretary General automatically without again standing election. The Secretary General-elect shall perform any duties concerned with the Society which are assigned by the Secretary General. This may include ex-officio participation on committees where the Secretary General serves as a member. The Secretary General-Elect shall be a non-voting member of the Board of Directors.

Historian: The Historian is a non-voting member of the Board. The term of office shall be a 3-year term renewable once. The Historian shall: (a) maintain an accurate history of the Society; (b) keep records of the Society pertinent to its history; (c) present an annual report to the Board of Directors and to the Society at its Annual Business Meeting; (d) prepare any historical issues relative to the Society and present it to the Board of Directors; (e) prepare a necrology report and present it to the Board of Directors and members of the Society at the time of the Annual Business meeting. Present a brief eulogy of any member who has made outstanding contributions to endourology and a brief eulogy of any Society past president who has died in the preceding year at the Annual Business meeting or plenary session of World Congress as determined by the Secretary General. The Historian may serve as a guest of the executive committee as determined by the Secretary General.

Director of Education: The DOE will be a voting member of the Board. The term will be 3 years, renewable once. The DOE will (a) liaison with the Planning Committee of the annual meeting and assure the meeting fits the pre-existing template for the WCET (b)work to organize sub-society/working group

meetings at the AUA (c)organize and direct the annual clinical and basic science essay contest in cooperation with the central office of the Endourology Society and (d) organize Society sponsored educational courses and act as the Society liaison at all meeting with official Society involvement in North America.

Associate Director of Education: The Associate Director of Education will serve a 3-year term renewable once. The Associate Director of Education after serving at least one term can be elevated to the position of Director of Education. The Associate Director of Education is a voting member of the Board and will receive administrative support.

Research Chair: The Research Chair is responsible for the research activities of the Society. The Research Chair is a voting member of the Board of Directors and will receive administrative support. The Research Chair will serve a 4-year term, renewable to a maximum of 2 terms.

Board of Directors: The Society shall be administered by a Board of Directors comprised of 18 members: President, President-Elect, Past President, Secretary General, Director of Education, Associate Director of Education, Research Chair, Treasurer, 10 Board members and 3 Members at Large. Members of the Board of Directors are responsible for the governance framework for the Society and how it operates by attending biannual as well as impromptu meetings, in order to make decisions including general oversight, strategic planning, and financial planning, regarding the current and future direction of the Society. Board members are expected to attend all WCET meetings and at least four out of six Board of Directors meetings of their three-year term, unless excused by the Executive Committee. Terms of Board Members is three years, once renewable.

Delegates:

Countries with greater than 20 active paying members of the Society will be granted one delegate, countries exceeding 75 members will be granted two delegates and those exceeding 150 members will be granted three delegates (max).

The core responsibilities of Delegate members include, but are not limited to, the election of officers and Board of Directors and providing relevant input to the Board on all matters pertaining to running the Society. As Delegate members serve as representatives of their unique regions and countries, Delegates are also responsible to actively assist the Membership Committee in soliciting new members to join and identifying individuals who are interested in becoming more involved in the Society. This may include encouraging local physicians, researchers to submit their work to the WCET, the Journal of Endourology and to attend the meeting. Lastly, Delegate members are expected to attend all WCET meetings as well as two out of three Society business/delegate meetings, routinely held at the WCET of their three-year term, unless excused by the Executive Committee. Terms of Delegates will be three years, once renewable. The Executive Committee will seek nominations to serve the Society as delegates when openings arise.

DIVERSITY AND INCLUSION POLICY

The Endourological Society contributes to the betterment of the medical community by maintaining the highest standards possible in all activities. The Endourological Society promotes diversity in nominations, committee members, meeting faculty and board of directors with regard to age, gender, practice type, nationality and specialty area. It creates equal opportunities for all its members ensuring inclusiveness and a fair representation of minorities and members of differing backgrounds.