



**INTERNATIONAL LIAISON COMMITTEE
ON RESUSCITATION
(ILCOR)**

**Registration as an Incorporation
in accordance with the
Belgian Law 2 May 2002
on International Non-Profit Associations**

The undersigned Founding member organisations:

- American Heart Association (AHA)

American Heart Association, 7272 Greenville Avenue, Dallas, Texas 75023, USA

- European Resuscitation Council (ERC)

European Resuscitation Council, BE-2610 Antwerp, Universiteitsplein 1, Belgium

- Heart & Stroke Foundation of Canada (HSFC)

Heart & Stroke Foundation of Canada, 1402 – 222 Queen Street, Ottawa,
Ontario K1P 5V9, Canada

- Australian and New Zealand Committee on Resuscitation (ANZCOR)

Australian and New Zealand Committee on Resuscitation, College of Surgeons,
Surgeons Gardens, Spring Street, Melbourne 3000, Australia.

- Inter American Heart Foundation (IAHF)

Inter American Heart Foundation

- Resuscitation Council of Southern Africa (RCSA)

Resuscitation Council of Southern Africa, 72 Sophia Street, Fairland,
Johannesburg 2195, South Africa

hereby declare to found an International Non-Profit Association in accordance with the Belgian Law of 2nd May 2002, and of which the Statutes and Articles are described in this document and its accompanying bye-laws.

TITLE I Name and Seat of the Association

Article 1. NAME AND SEAT

The name of the Association is the International Liaison Committee on Resuscitation (ILCOR).

The Seat is established in Belgium, BE-2610 Antwerp, Universiteitsplein 1.

TITLE II Goal, Mission Statement and Objectives.

Article 2. GOAL AND MISSION STATEMENT

- a. The Association has the Goal:

To save lives through the development of an international resuscitation consensus on science and treatment recommendations.

- b. The Association mission statement is:

The International Liaison Committee on Resuscitation (ILCOR) will provide a mechanism by which the international science and knowledge relevant to cardiopulmonary resuscitation (CPR) and emergency cardiovascular care (ECC) is identified and reviewed. ILCOR will periodically develop and publish a consensus on resuscitation science. When possible, ILCOR will publish treatment recommendations applicable to all member organisations. This consensus mechanism may be used by member organisations to provide consistent guidelines on resuscitation. ILCOR will encourage co-ordination of guideline development and publication by its member organisations. While the major focus will be on evaluation of cardiopulmonary resuscitation and emergency cardiovascular care science, ILCOR will also address the effectiveness of education and training, and approaches to the organisation and implementation of emergency cardiovascular care.

Article 3. OBJECTIVES

The Association mission and goal will be reached by the following activities:

- a. Provide a forum for discussion and for co-ordination of cardiopulmonary and cerebral resuscitation worldwide.
- b. Facilitate a process for collecting, reviewing and sharing international scientific data on resuscitation.
- c. Provide a channel for scientific review and guidance to enable a process of international consensus to be achieved.
- d. Produce appropriate statements on specific issues related to resuscitation that reflect international consensus.

- e. Foster scientific research in areas of resuscitation where there is a lack of data or where there is controversy.
- f. Facilitate a process for dissemination of information on training and education in resuscitation.

TITLE III Members of the Association

Article 4. MEMBERSHIP

- a. ILCOR will comprise a number of representative member organisations.
- b. Member organisations of ILCOR shall be expected to:
 - i. Be representative of their geographic region in membership.
 - ii. Have promulgated resuscitation guidelines within their geographic region.
 - iii. Have demonstrated a commitment to working towards the development of an international consensus on science and treatment recommendations.
- c. ILCOR shall not subvert in any way the autonomy of its member organisations.
- d. Membership of ILCOR does not constitute recognition of any individual organisation or its constituent members within its own geographic region
- e. ILCOR may, from time to time, invite organisations to seek membership.
- f. Organisations seeking membership of ILCOR may apply for membership in the manner approved by the ILCOR General Assembly and described in the by-laws.

Article 5. APPLICATION FOR MEMBERSHIP

- a. Application for membership will be considered by the ILCOR General Assembly, who will determine the admission of the applicant. Admission as a member organisation will require a two-thirds majority vote of the General Assembly. The decision of the General Assembly is final.
- b. Applications for membership must be submitted in writing to the Honorary Secretary and supported by a current member organisation of ILCOR.

- c. Evidence must be submitted in writing that the organisation seeking membership is representative of its stated constituency and actively disseminates resuscitation education, training and materials.
- d. Examples of such evidence are as follows:
 - I. Constitution and bye-laws of the respective organisation.
 - II. Evidence of guideline promulgation.
 - III. Evidence of activities in their respective geographic region.
 - IV. Training network activities outlined.
 - V. Publications and training materials of the organisation.
 - VI. Fiscal responsibility.
- e. Evidence of support from appropriate agencies in their respective geographic region
- f. When an applicant has been accepted for membership, the Secretary will send a written notice of acceptance. The Secretary will advise the new member organisation of its allotted number of representative delegates to the General Assembly and notify the new member organisation of any subscription due. Membership will commence effective at the next meeting of the General Assembly of ILCOR.

Article 6. RESIGNATION AND EXPULSION FROM MEMBERSHIP

- a. Organisations may resign from membership of ILCOR following receipt of a letter of resignation written to the General Assembly. Organisations will remain liable for any unpaid subscriptions or fees due at the resignation date.
- b. Organisations may be suspended or expelled if they do not uphold the Articles of Incorporation and bye-laws of ILCOR. Suspension or expulsion of a member organisation will require a two-thirds majority vote of the General Assembly. The decision of the General Assembly is final.

Article 7. SUBSCRIPTIONS

- a. Subscriptions and fees will be determined by the General Assembly and will be reviewed annually.
- b. Subscriptions must be paid within the time frame set by the General Assembly. Failure to pay a subscription may result in the withdrawal of membership privileges, suspension or expulsion.

Article 8. THE RIGHTS AND DUTIES OF MEMBER ORGANISATIONS

- a. Member organisations which have been approved by the General Assembly and which have paid all their subscriptions and fees will have the right to nominate their own individual delegates to represent them on the General Assembly.
- b. The number of delegates representing any given member organisation will be decided by the General Assembly and inserted in the bye-laws.
- c. Member organisations will inform the Honorary Secretary of changes in their delegate representatives on the General Assembly. They will be expected to withdraw delegates who do not uphold the aims and objectives of ILCOR or their own representative organisation.
- d. Member organisations of the General Assembly which have paid all their subscriptions and fees will have the right to nominate General Assembly delegates to positions on the Executive Committee or Executive Officer posts. The nomination procedure will be decided by the General Assembly.
- e. Member organisations of the General Assembly which have paid all their subscriptions and fees will be entitled to receive full copies of all records of meetings of the General Assembly and the Executive Committee.
- f. Member organisations will uphold the aims and objectives of ILCOR.
- g. Member organisations will support the Incorporation document, all its articles and bye-laws.
- h. Member organisations will inform ILCOR in the event that they are not be able to support the aims, objectives, articles and bye-laws of ILCOR. The General Assembly will decide whether the organisation is in breach of the Articles of Incorporation or the Bye-laws and what action will be taken.
- i. Member organisations will inform ILCOR of any conflict of interest, personal, professional or financial, that reasonably could adversely affect the structure or function of ILCOR.
- j. Member organisations will respect the confidentiality and restrictions regarding prepublication release of materials developed by ILCOR.
- k. Member organisations take full responsibility for all costs and expenses incurred by their delegates for attending ILCOR meetings.

TITLE IV Structure of the Association

Article 9. STRUCTURE

The Association will be organised as follows:

- The General Assembly
- The Executive Committee
- The Executive Officers

TITLE V The General Assembly

Article 10. THE GENERAL ASSEMBLY

- a. The General Assembly has the highest power of the Association
- b. The General Assembly will be responsible for producing, amending and making available bye-laws in support of the Articles of Incorporation. Such bye-laws will include, but not be restricted to, the mode of operation of committees, task forces and other groups, the procedures for conduct of meetings and the use of the title of ILCOR name and logo by its member organisations.
- c. The General Assembly will comprise the Executive Officers and the delegates representing each of the individual member organisations of ILCOR.
- d. The number of delegates representing each member organisation will be determined by the General Assembly. The initial complement from each organisation will be described in the bye-laws.
- e. Delegates will be nominated by the member organisation which they represent. Delegates will have and may exercise, on behalf of their organisation, all rights of membership in the General Assembly of ILCOR.
- f. Each member organisation will inform the General Assembly of its nominations for delegates and any changes in its delegates to the ILCOR General Assembly.

Article 11. MEETINGS OF THE GENERAL ASSEMBLY

- a. There will be at least one meeting of the General Assembly of ILCOR each year (face-to-face, by telephone, or electronic).
- b. The Secretary will give at least ninety calendar days notice of all ILCOR General Assembly meetings. Notice will be provided to each member organisation and to each individual delegate of the General Assembly.
- c. The number of delegates required to constitute a quorum at a meeting of the General Assembly will be a simple majority of the total number of ILCOR General Assembly delegates comprising at least two thirds of the member organisations.
- d. No business will be transacted at any meeting of the General Assembly unless a quorum is present.

- e. The ILCOR Co-Chairs will preside over the meetings of the General Assembly. The Co-Chairs will conduct the meeting in a proper and businesslike manner consistent with the articles and bye-laws of ILCOR. The ILCOR Co-Chairs will assist each other in the execution of their tasks and mutually replace each other in case of absence.
- f. The Secretary will prepare an accurate record of the proceedings at all General Assembly meetings. The Co-Chairs will sign the record as an accurate representation of the proceedings of the meeting. This record will be circulated to all member organisations of ILCOR and delegates of the General Assembly as a record of a meeting of the General Assembly.
- g. Business of the General Assembly will be decided by a simple majority consensus of the delegates present or, if necessary, by a simple majority vote of the delegates present, except when a super-majority is required by the Articles of Incorporation or bye-laws.
- h. Each delegate (except the Co-Chairs) will have voting rights and will be entitled to one vote. Voting will be by a show of hands unless at least one of the delegates requests a written ballot. In the event of an equal number of votes on any motion, the Co-Chairs will each cast a vote. If there are still an equal number of votes cast then the General Assembly will proceed to a written ballot of delegates, including the Co-Chairs. If a decision cannot be reached then the matter will be referred directly to the individual member organisations for local resolution before the matter is returned to the General Assembly.
- i. All ILCOR delegates, attendees and observers must comply with the ILCOR Conflict of Interest Policies. At the start of any meeting of the General Assembly, each delegate who has a conflict of interest (personal, professional or financial) in a matter on the agenda or added to the agenda must:
 - i. declare that conflict of interest at the meeting before discussion of the matter.
 - ii. be absent for that part of the meeting unless expressly invited to remain in order to provide relevant information.
 - iii. not be counted in the quorum for that part of the meeting.
 - iv. be absent for the vote (unless requested to remain) and have no vote on the matter.
 - v. document the abstention for the Secretary to include in the Minutes.

TITLE VI EXECUTIVE COMMITTEE

Article 12. THE EXECUTIVE COMMITTEE

- a. The Executive Committee will have day-to-day control and management of the administration of the affairs of ILCOR.
- b. The Executive Committee will comprise the Executive Officers as defined in Article 14 and one delegate representing each of the individual member organisations of ILCOR. Member organisations will nominate their Executive Committee delegate representative from amongst their own General Assembly delegates and notify the General Assembly of their decision.

Article 13. MEETINGS OF THE EXECUTIVE COMMITTEE

- a. There will be a meeting (face-to-face, by telephone, or electronic) of the Executive Committee each year. Additionally, the Executive Committee will communicate as deemed necessary or desirable.
- b. The Secretary will give at least ninety calendar days notice of all ILCOR Executive Committee meetings. Notice will be provided in writing, by post, fax or email to each member of the Executive Committee.
- c. The number of delegates required to constitute a quorum at an Executive Committee meeting will be a simple majority of the total number of Executive Committee delegates, including the Executive Officers, comprising at least two thirds of the member organisations.
- d. No business will be transacted at any meeting of the Executive Committee unless a quorum is present.
- e. The ILCOR Co-Chairs will preside over meetings of the Executive Committee. The Co-Chairs will conduct the meeting in a proper and approved manner. The ILCOR Co-Chairs will assist each other in the execution of their tasks and mutually replace each other in case of absence.
- f. The Secretary will prepare an accurate record of the proceedings at all Executive Committee meetings. The Co-Chairs will sign the record as an accurate representation of the proceedings of the meeting. This record will be provided to the General Assembly.
- g. Business of the Executive Committee will be decided by a simple majority.

- h. Each Executive Officer and organisation representative member of the Executive Committee is entitled to one vote. Voting will be by a show of hands unless at least one of the delegates requests a written ballot. If there are an equal number of votes cast then the Executive Committee will proceed to a written ballot. If a decision cannot be reached then the matter will be referred directly to the General Assembly.
- i. All members of the ILCOR Executive Committee and observers must comply with ILCOR Conflict of Interest Policies. At the start of any meeting of the Executive Committee each member or observer who has a conflict of interest (personal, professional or financial) in a matter on the agenda or added to the agenda must:
 - i. declare that conflict of interest at the meeting before discussion of the matter.
 - ii. be absent for that part of the meeting unless expressly invited to remain in order to provide relevant information.
 - iii. not be counted in the quorum for that part of the meeting.
 - iv. be absent for the vote (unless requested to remain) and have no vote on the matter.
 - v. document the abstention for the Secretary to include in the Minutes.

TITLE VII EXECUTIVE OFFICERS

Article 14. THE EXECUTIVE OFFICERS

The Executive Officers of ILCOR will comprise:

- Two Co-Chairs
- Honorary Secretary
- Honorary Treasurer

Article 15. NOMINATION AND ELECTION OF OFFICERS

- a. Individual member organisations of ILCOR shall nominate individual delegates of the General Assembly to serve as Officers. Nominations will be in writing, with consent of the individual nominee, and submitted to the General Assembly according to the ILCOR bye-laws.
- b. Election will be by a simple majority vote of the General Assembly when a quorum is present.

Article 16. TERMS OF OFFICE

- a. Each Co-Chair shall serve a term of three years and shall be eligible, subject to re-nomination by the General Assembly to serve a second consecutive three year term.
- b. The Honorary Secretary shall serve a term of three years and shall be eligible subject to re-nomination by the General Assembly to serve a second consecutive three year term.
- c. The Honorary Treasurer shall serve a term of three years and shall be eligible subject to re-nomination by the General Assembly to serve a second consecutive three year term.
- d. The term of office for the Officers of ILCOR will commence from the next scheduled meeting of the General Assembly.

Article 17. RESIGNATIONS AND EXPULSION OF OFFICERS

- a. Officers may resign from their post by submitting their resignation in writing to the Honorary Secretary. Resignation will take effect as of the next meeting of the General Assembly.
- b. If an Officer is determined to be acting contrary to the ILCOR bye-laws or otherwise in a manner prejudicial to the best interest of ILCOR, then the General Assembly may expel an Officer and that position will be deemed vacant at that time.

Article 18. THE OFFICERS AND THEIR RESPONSIBILITIES

- a. Co-Chairs
 - I. The Co-Chairs will preside over the meetings of the General Assembly and the Executive Committee.
 - II. The Co-Chairs will conduct the meeting in a proper and businesslike manner consistent with these bye-laws.
 - III. The Co-Chairs will ensure that a full and accurate record of all meetings of the General Assembly and Executive Committee is kept pursuant to section bIV below.
 - IV. The Co-Chairs will assist each other in the execution of their tasks and mutually replace each other in the case of absence.
 - V. The Co-Chairs will, from time-to-time, submit reports to ILCOR and its member organisations on the current and future activities of organisation.
- b. Honorary Secretary
 - I. The Honorary Secretary will be responsible for co-ordinating the preparation of all meetings of the General Assembly and Executive Committee.
 - II. The Honorary Secretary will give at least ninety calendar days notice of all ILCOR General Assembly meetings. Notice will be provided in writing, by post, fax or email to each member organisation and to each individual delegate of the General Assembly.
 - III. The Honorary Secretary will give at least ninety calendar days notice of all ILCOR Executive Committee meetings. Notice will be provided in writing, by post, fax or email to each member of the Executive Committee.
 - IV. The Honorary Secretary will prepare an accurate record of the proceedings of all General Assembly and Executive Committee meetings. The Co-Chairs will sign the record as an accurate representation of the proceedings of the meeting. This record will be circulated to all member

organisations of ILCOR and delegates of the General Assembly as a record of a meeting of the General Assembly.

c. Honorary Treasurer

- I. The Honorary Treasurer will establish and maintain a bank account or accounts in the name of the International Liaison Committee on Resuscitation (ILCOR) that will receive all monies of ILCOR.
- II. The Honorary Treasurer will maintain accurate records of all donations, subscriptions and other payments and all expenditure of ILCOR.
- III. The Honorary Treasurer will submit accurate annual accounts showing the financial affairs of ILCOR at least annually to the General Assembly and as otherwise requested by the General Assembly. These accounts will be recorded and appended to the record of the meeting of the General Assembly to form a permanent record.
- IV. The Honorary Treasurer will at the request of the General Assembly arrange for the financial records to be subject to audit.

Article 19. REPRESENTATION

The Officers of ILCOR will represent the Association in dealings with other parties.

TITLE VIII TASK FORCES

Article 20. TASK FORCES

- a. The ILCOR General Assembly or Executive Committee may establish Task Forces to deal with specific issues relating to ILCOR.
- b. A Task Force will consist of delegates of ILCOR. Individuals who are not ILCOR delegates, but with a specific desired expertise, may be included in Task Forces, following approval of the General Assembly or Executive Committee, whichever body established the Task Force.
- c. Task Force Co-Chairs will be proposed and appointed by the ILCOR General Assembly.
- d. A Task Force will meet from time to time, as deemed necessary or desirable.
- e. A Task Force will make recommendations on their specific issue to the General Assembly. The adoption of these recommendations will remain the decision of the General Assembly.
- f. The Task Force Co-Chairs will preside over meetings of the Task Force. The Co-Chairs will conduct the meeting in a proper and businesslike manner consistent with these bye-laws. The Task Force Co-Chairs will assist each other in the execution of their tasks, and mutually replace each other in case of absence
- g. Each Task Force will nominate a Recorder who will prepare an accurate record of the proceedings at all Task Force meetings. The Task Force Co-Chairs will sign the record as an accurate representation of the proceedings of the meeting. This record will be submitted to the General Assembly as a documentation of the Task Force meeting.
- h. Recommendations and decisions of the Task Force will be decided by a consensus or, if necessary, by a simple majority vote.
- i. Each Task Force member (except the Co-Chairs) will have voting rights and will be entitled to one vote. Task Force members who are not ILCOR delegates shall also have a vote. Voting will be by a show of hands unless at least one of the member requests a written ballot. In the event of an equal number of votes in respect of any business, the Task Force Co-Chairs will cast a vote. If a decision cannot be reached then the matter will be referred directly to the General Assembly.

- j. All Task Force members, attendees and observers must comply with ILCOR Conflict of Interest Policies. At the start of any Task Force meeting each Task Force member who has a conflict of interest (personal, professional or financial) in a matter on the agenda or added to the agenda must:
 - i. declare that conflict of interest at the meeting before discussion of the matter.
 - ii. be absent for that part of the meeting unless expressly invited to remain in order to provide relevant information.
 - iii. not be counted in the quorum for that part of the meeting.
 - iv. be absent for the vote (unless requested to remain) and have no vote on the matter.
 - v. document the abstention for the Secretary to include in the Minutes.

TITLE IX Funds and Accounts

Article 21. FUNDS AND ACCOUNTS

- a. All monies of ILCOR shall be invested in the name of the International Liaison Committee on Resuscitation.
- b. The Honorary Treasurer will establish and maintain a bank account or accounts in the name of the International Liaison Committee on Resuscitation (ILCOR) that will receive all monies of ILCOR.
- c. The Honorary Treasurer will maintain accurate records of all donations, subscriptions and expenditure of ILCOR and report these to the General Assembly at regular intervals.
- d. The Honorary Treasurer will submit accurate annual accounts showing the financial affairs of ILCOR to the General Assembly. These accounts will be recorded and appended to the record of the meeting of the General Assembly to form a permanent record.
- e. At the request of the General Assembly, the financial records shall be subjected to audit.

TITLE X MISCELLANEOUS

Article 22. AMENDMENTS TO THE ARTICLES OF INCORPORATION

- a. The Articles of Incorporation may be amended, altered, repealed or added to by a resolution passed by a two-thirds majority of voting delegates of the General Assembly convened and conducted in accordance with Article 11.
- b. No amendment shall be made to this Articles of Incorporation that would be inconsistent with any national or international legislation.
- c. Notices of amendments to the Articles of Incorporation will be invited through the notice sent to each member organisation and to each individual delegate of the General Assembly at least ninety calendar days before the meeting of the General Assembly and should be received by the Honorary Secretary at least sixty-three calendar days before the same meeting. Such amendments should be proposed and seconded by individual delegates of the General Assembly and should be circulated to each member organisation and to each individual delegate of the General Assembly at least forty-two calendar days before the meeting of the General Assembly.

Article 23. ANNUAL REPORT

The Honorary Secretary will prepare an annual report of the activities of ILCOR. This report will be proposed as an Agenda item at a meeting of the General Assembly and accepted as a true record of the activities of ILCOR. The report will be circulated to all member organisations and to any other body requesting information on the activity of ILCOR.

Article 24. DISSOLUTION

If the Executive Committee decides that it is necessary or advisable to dissolve ILCOR, it shall call a special meeting of the General Assembly, stating the terms of the resolution to be proposed, of which not less than twenty one calendar days' notice shall be given. If a two-thirds majority of the General Assembly confirms the proposal, then the Executive Committee shall have power to realise any assets held by or on behalf of ILCOR. At the direction of the Executive Committee, any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institutions or organisations having goals similar to the goals of ILCOR. A copy of the statement of accounts, or account and statement, for the final accounting period of ILCOR shall be sent to each member organisation.

Founding member organisations:

- American Heart Association (AHA)

Signature:.....	Name: John E Billi
Signature:.....	Name: Robert W Hickey
Signature:.....	Name: William H Montgomery
Signature:.....	Name: Vinay M Nadkarni
Signature:.....	Name: Robert E O'Connor
Signature:.....	Name: Jeffrey M Perlman
Signature:.....	Name: Michael R Sayre

- European Resuscitation Council (ERC)

Signature:.....	Name: Leo L Bossaert
Signature:.....	Name: Charles D Deakin
Signature:.....	Name: Anthony J Handley
Signature:.....	Name: Jerry P Nolan
Signature:.....	Name: David A Zideman

- Heart & Stroke Foundation of Canada (HSFC)

Signature:.....	Name: Michael Shuster
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- Australian and New Zealand Committee on Resuscitation (ANZCOR)

Signature:.....	Name: Ian G Jacobs
Signature:.....	Name: Phillipa M Mason

Signature:..... Name: Peter T Morley

- Inter American Heart Foundation (IAHF)

Signature:..... Name: Sergio Timerman

- Resuscitation Council of Southern Africa (RCSA)

Signature:..... Name: Walter G J Kloeck

Signed at a meeting of the General Assembly, Hyatt Regency Hotel, Jersey City, New Jersey, USA on 20th April 2005.