

MEMORANDUM OF UNDERSTANDING
between
INTERNATIONAL SOCIETY OF ULTRASOUND IN OBSTETRICS AND GYNECOLOGY
and
ISUOG BOARD OF TRUSTEES

ISUOG's Board members act as both the Directors of the Company (as governed by Companies House) and as Trustees of the Charity (as regulated by the Charities Commission). Reference to a Board member, Trustee or Director below is therefore equivalent. As a member of the Board of Trustees of ISUOG you accept legal responsibility for directing the affairs of the society, ensuring that it is solvent and well-run, and delivering the charitable outcomes for which it was set up.

Please note that more detail can be found in the ISUOG Handbook and on the following websites:

www.charity-commission.gov.uk www.companieshouse.gov.uk

Vision

Our vision is for all women to have access to ultrasound; for all ultrasound providers to be competent and for the diagnosis of obstetrical and gynecological conditions to be effective so that, ultimately, health outcomes for women across the world improve.

Mission

Our mission to this end is the provision and broadest possible dissemination of the highest quality education and knowledge in the field.

1. Roles and Responsibilities

- 1.1 Direct the affairs of the Society**, ensuring compliance with the requirements of its **governing bodies and auditors**.
- 1.2 Contribute time and energy to the Society, on a voluntary basis, and without conflict of interest, to further the Society's objects**. All Board members are expected to work to promote the Society and to further its main areas of activity: by increasing membership numbers and improving membership services, promoting and contributing to the Annual World Congress and the Society's official Journal of Ultrasound in Obstetrics and Gynecology, participating in educational directives of the organisation as appropriate and, most importantly, by bringing their own ideas and projects to the Board to ensure the ongoing growth of Society, its activities and its strategic plan.
- 1.3 Act without prejudice and in the best interest of the Society and its members at all times**. All Board decisions should work towards the charitable objects and the Board should include appropriate representation to achieve that. This may involve considering geographic distribution, subspecialty area of interest, business or finance skills, etc.
- 1.4 Ensure that the Society is financially sound and that money is wisely spent**. Plan for the future to ensure the longevity of the organisation. Individual Board members may be given specific remits as regards fund generating activities and/or audit requirements.
- 1.5 Comply with and fulfil all regulatory requirements**. Prepare an annual report for each financial year which complies in its form and content with regulations under the Charities Act 1993, and with regard to the Charities Statement of Recommended Practice (SORP). This includes extensive considerations of risk management and reserves policies for the organisation.
- 1.6 Set clear annual objectives for the Society & develop long term strategies for the Society** and report against them in the Trustees report to the Charities Commission, to be completed with the help of the Secretariat.
- 1.7 Work with and support the Chief Executive Officer** who is charged with the day to day management of the Secretariat and its staff, and with putting into practice the strategic directions of the Board. The Board can expect to receive regular feedback on these activities.
- 1.8 Appoint Officers, committee chairpersons, and individuals or sub-committees to serve the Society as the specific needs arise**. These committees will provide regular reports back to the Board as defined in the bylaws governing their own activities

1.9 Act to Support the vision, mission and values of the society at all times and work in line with the job description provided

2. Meetings and attendance

2.1 Meetings

All trustees must set time aside to participate in meetings of the Board. The agendas and minutes of these meetings govern the ongoing activities of the Board of Trustees. At the time of writing, the Board meets in person at least three times a year; at the annual Strategic Planning Meeting (1 meeting) in the Spring and at the World Congress in Autumn (2 meetings). In accepting this role of Trustee you accept to make yourselves available to these meetings as a priority. Additional meetings by telephone or suitable electronic means are held quarterly or as required at the discretion of the President.

2.2 Attendance

In the case that a Trustee is unable to attend a meeting of the Board, he/she will give timely notice in writing to the Secretariat of his/her intended absence and the reason for it and will ensure he/she is aware of the business passed at that meeting through the minutes thereof.

3. Effective Date and Termination of Memorandum of Understanding

This Memorandum of Understanding shall be effective for the full Board term from the time of appointment at the Annual General Meeting of the Society. This Memorandum of Understanding may be terminated by any of the parties signing this agreement by written notification, duly signed by the presiding officer of the notifying party, and giving at least sixty (60) days notices to the other parties and to coincide with retirement from the Board of Trustees.

In exchange for the support that the Trustee provides, ISUOG in turn ensures they are supported in their duties and informed by the Secretariat on a regular basis of the society's activities and financial standing.

In undertaking the role of Trustee of ISUOG, all Board members agree to represent ISUOG's best interests and accept certain legal and regulatory responsibilities for ISUOG as a charity. The following signatures are affixed as acknowledgement and acceptance of the terms of this agreement by each of the parties:

Sarah Johnson, Chief Executive Officer, ISUOG

Date

Name

Date