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| TITLE |
| EJD Statutes |

| Document Information | |
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| Author | EJD |
| Type | Basic Document |
| Date | 02. May 2011 |
| Filename | "EJD-2011-043_B_EJD Statutes EN_02-May-11.pdf" |
| Comments | The EJD Statutes |

Statutes

of the European Junior Doctors Permanent Working Group

PART 1 - Name, location, mission / tasks and duration

Article 1. Name

- 1.1. The AISBL is called in English the "European Junior Doctors Permanent Working Group", abbreviated as "EJD" and in French "Groupe de travail permanent des jeunes médecins européens" and is hereinafter referred to "the Association".
- 1.2. The Association is governed by the provisions of Title III of the Belgian Law of 27 June 1921 on non-profit, international non-profit organisations and foundations (Art. 46-57).

Article 2. Registered Office

- 2.1. The registered office of the Association is situated at Avenue de la Couronne, 20, 1050 Brussels.
- 2.2. The registered office can be transferred to any other place in the French-speaking region of Belgium by decision of the General Assembly; whereby this decision will follow its current mode of deliberation and will be published in the *Moniteur Belge* (Belgian Official Journal).

Article 3. Mission and tasks

- 3.1. The Association is a non-governmental (NGO), independent and non-profit organisation.
- 3.2. The non-profit objectives of international utility of the Association are as follows, to:
 - a. represent and promote the interests of junior doctors in Europe;
 - b. exchange information and develop a common approach, and formulate common views on relevant topics such as the medical workforce, postgraduate medical education and working conditions;
 - c. improve and develop relations between junior doctors in European countries;
 - d. protect and improve standards of healthcare in Europe.
- 3.3. To achieve these goals, the Association carries out, in particular, the following activities:
 - a. promote the positions defined by its members and assert them through appropriate channels, with the competent European and international authorities;
 - b. promote dialogue, understanding and development of joint projects with European medical organisations, and

- c. undertake all other activities within the framework of its goals, such as participation in European projects.

Article 4. Duration

The Association is established for an unlimited period and can be dissolved at any moment in accordance with Article 16 of its statutes.

PART 2 - Procedure for accession, admission, exclusion and withdrawal

Article 5. Membership Categories

5.1. Full/Effective Members

Membership of the Association as a full/effective member is open to a single national non-governmental organisation representing junior doctors in each state of the Council of Europe. For the purposes hereof, a junior doctor is defined as a doctor who has not yet attained a definitive post at senior level as an independent medical doctor in the healthcare system of his or her home country.

5.2. Observers

Candidates for observer status must meet the membership criteria described in section 5.1. All observers must apply as full/effective member within two years of obtaining observer status. Observers have a right to speak but not to vote.

Article 6. Application process and admission

Applications for the status of full/effective member or observer are processed by the Executive Board and the General Assembly of the Association, who then make a recommendation, accordingly. The decisions of the General Assembly are taken in accordance with the quorum and majority voting stipulated in Article 11.3.

No reasons need be given for refusal of an application for admission.

Article 7. Rights and obligations

Organisations having the status of full/effective member must pay an annual fee fixed by the General Assembly of the Association and specified in the allocation of contributions.

All members are entitled to attend meetings of the Association, but only full/effective members have the right to vote.

Article 8. Withdrawal

A full/effective member or observer of the Association may resign by giving one year's notice. However, this withdrawal should be stated in a letter sent to the President of the Association, and the withdrawing member must fulfill and pay all of his outstanding obligations, including those falling due during the year of notice, unless special exemption has been obtained from the General Assembly itself.

Article 9. Exclusion / Suspension

- 9.1. If the General Assembly identifies a member organisation that no longer meets the membership criteria the member will be excluded in accordance with the voting procedure specified in Article 11.3.
- 9.2. Any serious breach of the obligations of membership may result in suspension of that organisation by decision of the General Assembly, in accordance with the voting procedure set out in Article 11.3. The suspension may be followed by exclusion due to a later General Assembly decision, on identical terms. Suspended members are disqualified from voting or attending meetings of the Association.
- 9.3. Except in case of special exemption from the General Assembly, an member organisation in payment arrears by more than two years will be excluded. Any new membership application will have as a condition full repayment of the amounts owed plus interest, unless there has been a special dispensation from the General Assembly.
- 9.4. A member who ceases to belong to the Association by resignation or expulsion has no claim on the assets of the Association and may not be reimbursed for any sums owed to him.

Part 3 - Official Bodies

Article 10. Official Bodies

The official bodies of the Association are the General Assembly, the Executive Board, the Committees and Working Groups.

Article 11. General Assembly

11.1. Representation and competences

11.1.1. Representation

The General Assembly is the highest authority of the Association. It is composed of all full/effective members, who are each represented by a national delegation, consisting of not more than five representatives.

At each meeting, each delegation shall appoint from among its representatives a Head of Delegation and a deputy. This Head of Delegation or his deputy shall exercise the right to vote.

11.1.2. Proxy: a member who cannot be present at a General Assembly session may give a written proxy regarding one or more specific agenda items to another member; whereby a copy of this proxy must be sent to the President. No member may hold more than one proxy. A suspended member can neither give nor receive a proxy.

11.1.3. Guests may be invited officially by the President, at his or her discretion or at the proposal of a member. Visitors will be allowed to speak at the discretion of the President, but they are not permitted to vote.

11.1.4. The President cannot vote in the General Assembly.

11.1.5 Jurisdiction

The General Assembly has full powers to implement the goals and activities of the Association.

The following items are reserved to its jurisdiction, in particular:

- amendment of the articles;
- changing the registered office;
- appointment and removal of members of the Executive Board and, where necessary, of the Committees and Working Groups;
- approval of budgets and annual accounts;
- discharge to members of the Executive Board and, where appropriate, to members of the Committees and Working Groups;
- voluntary dissolution of the Association;
- admission and expulsion of a member;
- adoption of internal Rules of Procedure;
- policy decisions.

11.2 Meetings

11.2.1. The General Assembly normally meets twice a year, in spring and autumn. Two-thirds of full/effective members constitute a quorum. Observer members are not taken into account when calculating a quorum.

11.2.2. The working language of meetings and documents of the Association is English.

11.2.3. The agenda and meeting notices for every session of the ordinary General Assembly shall be communicated by the President to all full/effective members and observers at the latest four weeks before the date of the meeting by mail post, fax, e-mail, posting on the website or any other means.

- 11.2.4. The agenda of each spring session includes a report on the accounts of the Association for the last financial year, accompanied by a detailed review and an audit report.
- 11.2.5. The agenda for each autumn session includes a draft budget for the next financial year.
- 11.2.6. An extraordinary General Assembly may be convened by the President or at the request of at least one third of full/effective members, giving advance notice of no less than four and no more than eight weeks.

11.3. Decisions and Voting

- 11.3.1. The General Assembly normally only takes policy decisions on matters included in the agenda as circulated. However, by agreement of the General Assembly, decisions may be taken on other topics of particular urgency.
- 11.3.2. All decisions other than those concerning elections require a vote by three-quarters of all full/effective members present or represented, with a quorum being constituted in accordance with the provisions of Article 11.2.1.
- 11.3.3. Any decision to amend the statutes of the Association shall be taken in accordance with the provisions of Article 15.
- 11.3.4. In exceptional cases where a member is unable, for serious and compelling reasons, to accept the decision of the majority, the former may invoke a right of veto, as submitted by way of an explanation of his position. This veto is not applied to decisions regarding exclusion / suspension (Article 9), elections (Article 11.3.6) or dissolution (Article 16). In addition, members not belonging to the European Union or European Economic Area may not veto decisions of the General Assembly regarding the recommendations of the European Union / European Economic Area Committee.
- 11.3.5. Members who have not paid their subscriptions for over a year have no voting rights.
- 11.3.6. The elections are decided by simple majority vote of members present or represented, with a quorum in accordance with the provisions of Article 11.2.1
In cases where there are more than two candidates, if none has a majority vote at a first ballot, the candidate who receives the fewest votes will be eliminated, and new elections will be held. This procedure is repeated until one candidate obtains a simple majority of votes.

11.4. Minutes

The minutes of meetings of the General Assembly will be prepared by a secretary appointed by the President, and delivered to the President. The latter must then have them distributed at least eight weeks before the next ordinary General Assembly, this period being reduced to four weeks in the case of a special meeting.

The decisions of the General Assembly are recorded in the minutes distributed to all members by the President. They are also recorded in a register signed by the President and kept at the registered office for consultation by members of the Association.

Article 12. Executive Board

- 12.1. The Association is governed by a Executive Board composed of at least three individuals, with each one from a full/effective member. The Board has full powers of management and administration. The Board manages the assets of the Association and, through its President, represents it in all its actions; these also bind it. For all acts necessary for the life of the Association including judicial and extra judicial acts, the Board has the authority to prepare administrative decisions and policies for the General Assembly, to implement the decisions taken by the General Assembly and to adopt decisions, except for those reserved to the General Assembly.
- 12.2. The Board will include at least the President, the Vice-President, Treasurer and Committees' Chairpersons.
- 12.3. The Executive Board members are elected by the General Assembly for a term of two years and may be reappointed with a renewable term of one year. The President may be re-elected for successive terms of one year, up to a maximum of five years in total.
- 12.4. In case of recall, resignation or death of members of the Executive Board, the following rules apply:
- elections will be held at the autumn General Assembly to replace the (s) Member (s) Board;
 - in the event of incapacity of the President, the Vice-President will replace him in his duties;
 - the new Board member (President, Treasurer or Vice-President) will begin his term on January 1 st of the next year.
 - however, to ensure that the minimum number of members of the Executive Board is achieved, the Executive Board may designate, if necessary, an interim replacement until the next General Assembly in the autumn.
- 12.5. The powers of the Executive Board are:
- coordinate the activities of the Association;
 - ensure contact between members of the Association;
 - represent the Association in its relations with other organisations, including the European Union;
 - implement the policy decisions of the General Assembly;
 - oversee the finances of the Association in accordance with decisions of the General Assembly.
- 12.6. The President represents the Association, acting on its behalf and he also signs any official documents binding the Association. All legal documents concerning the Association shall be signed by the President. The President will also represent the Association in all legal and judiciary proceedings, or will be represented by another person authorised by special delegation of the Executive Board.

12.7. Meetings of the Executive Board

The Board meets at least twice a year, whenever the President shall deem necessary or upon the request of at least two of its members. The Executive Board meetings are called by its President by letter, a fax, mail or other means, which will be included in a notice and agenda, at least four weeks in advance.

12.8. Decision-making procedures of the Executive Board

At least two members of the Executive Board must be present for the Board to take valid decisions. Any members of the Board who are not present in person at a meeting thereof may participate through teleconferencing equipment. The Board shall adopt decisions by a $\frac{3}{4}$ majority vote of members present.

Article 13. Committees and Working Groups

The General Assembly may establish committees and working groups as it considers appropriate and may decide on their competences, their chairpersons and their composition. The Chairpersons of the Committees are elected by the General Assembly for a term of two years and may be reappointed with a renewable term of one year.

The guidelines and procedures for committees and working groups are available in the Rules of Procedure.

PART 4 - Finance, Internal Regulations and General Provisions

Article 14. Finance

14.1. Each member is responsible for the expenses of its delegation to the meetings of the General Assembly of the Association.

14.2. Each full/effective member pays an annual fee to fund the Association, on the basis of a minimum amount and the number of junior doctors represented. The amount of each contribution will be decided on during the autumn meeting of the General Assembly, in accordance with the draft budget and a subscription key as proposed by the Executive Board to the General Assembly.

14.3. Contributions will be paid to the Association within three months from the commencement of the relevant financial year. Any default in payment for two years will fall under Articles 9.2 and 9.3.

14.4. The management fees of the Association and any other costs incurred by the Association in carrying out its objectives shall be supported by the members in accordance with the rules stipulated in internal regulations of the association.

14.5. The financial year begins on January 1st and ends on December 31st. The Board shall submit the accounts for the close of the financial year at the spring session of the General Assembly, once these have been audited by a chartered accountant. A draft annual budget will be presented at the autumn session, for the next financial year.

Article 15. Amendment of the Statutes;

The Articles of the Statutes of the Association may be amended by a vote of three-quarters of the members of the General Assembly present or represented, with a quorum in accordance with the provisions of Article 11.2.1.

Notification of the amendment (s) proposed (s) shall be communicated within six weeks prior to the meeting at which the said modification (s) is / are subject to a vote. (8 weeks or 4 weeks for extraordinary meeting ("at the same time as the notice ")).

Article 16. Dissolution

The dissolution of the Association shall be subject to the terms of Article 15, as well as those amending the statutes. After dissolution, the net assets will be allocated to one or more non-profit organisations designated by the General Assembly.

Article 17. Internal Rules

The General Assembly may, upon proposal of the Board, adopt Rules of Procedure consistent with these statutes, in order to ensure the proper functioning of the Association.

Article 18. General Provisions

Anything that is not provided herein, including publications that must appear in the *Moniteur Belge*, shall be settled in accordance with the provisions contained in Title III of the Belgian Law of 27 June 1921 on international non-profit associations and foundations.