

“Federation of European Academies of Medicine” or “Fédération Européenne des Académies de Médecine”

in short FEAM

International non-profit-making association
Registered office: 1000 Brussels, Rue d’Egmont 13
Register of Legal Entities of Brussels 0455.764.396

STATUTES (Legal act signed on 30 April 2021 in Brussels)

NAME – LEGAL FORM

Article 1. The denomination ‘Federation of European Academies of Medicine’ or “Fédération Européenne des Académies de Médecine”, in abbreviated form ‘FEAM’, was adopted. The denominations can be used jointly or separately.

Each Academy or similar Institution is represented by one representative on the Council of the Federation.

Each of these Academies and Institution retains its autonomy.

Hereinafter called “FEAM” or “the Federation”.

MISSION

Article 2. The mission of the Federation is to promote cooperation between national Academies of Medicine, Pharmacy and Veterinary Science, or national Academies via their medical division, in the WHO European region; to provide them with a platform to formulate and express their common position on European matters concerning human and animal medicine, biomedical research, education, and health; and to extend to the European authorities the advisory role that they exercise in their own countries on those matters.

LEGAL RULES

Article 3. The Federation is an international non-profit association governed by the rules of the Belgian Code on Companies and Associations.

MEMBERSHIP

Article 4. 1° A national Academy or a similar Institution of a European country as defined by the WHO European region can apply for admission as a Member of FEAM or can be invited to join it.

The proposal is reviewed by the Board and the following conditions are taken into account:

- a) That this Academy or similar Institution is recognised as an adviser to its Government and, for the national Academies in the strict sense, is multidisciplinary.
- b) That it is composed of a limited number of Members, elected by their peers.

This review is reported to Council, which decides on acceptance by secret ballot, won by simple majority of the Members present.

2° The status of Member of the Federation is lost by withdrawal or following a decision by Council, decided by secret ballot, with a majority of two thirds of the Members present. Council can deliberate only if at least one third of the Members are present.

COUNCIL (GENERAL ASSEMBLY OF MEMBERS)

Article 5. The Council is the general assembly of the Members of FEAM. Its competencies are the following:

- the approval of the budgets and of the annual accounts;
- the election and the revocation of Board members and statutory auditors;
- the modification of the statutes;

- the dissolution of the Federation;
- the approval of the internal rules;
- all other cases where the law, the Statutes or the internal rules state that a resolution of the general meeting is required.

Each Academy or similar Institution appoints one permanent representative to sit on Council. Each Academy or similar Institution may appoint, in addition to this permanent representative, a substitute representative who will act when the permanent representative is unable to attend. Board members should attend Council meetings with a consultative voice unless they represent their own Academy on Council. Permanent representatives and substitute representatives should be Fellows/Members of the Academies. Staff members of the Academies can attend Council meetings as Observers.

Each Academy has one vote during deliberations.

The Federation meets at least once a year in Council, and more often, if needed, at the request of the President or on the initiative of a third of the Members.

Councils are held, in principle, alternatively in Brussels, headquarters of the Federation, and in a Member Academy.

The agenda is set by the President. Convening notices shall be sent by email to Members at least one month before the general meeting. To the persons for whom the Federation does not have an e-mail address, the convocation shall be sent by ordinary mail, on the same day as the sending of the electronic convocations.

Any Member can give any other Member, by any means of transmission, a proxy to represent him(her) on Council and to vote in his(her) place. Each Member can bear a maximum of four proxies. By way of derogation from these provisions, at an extraordinary general meeting whose minutes are drawn up in the form of a notarial deed, members may be represented by any person of their choice who may be a mandated staff member, and who may hold several proxies.

Unless the Statutes or the internal rules provide otherwise, the Council can deliberate and decide only if at least half of the Members are present.

Unless the Statutes or the internal rules provide otherwise, any motion on the agenda must be adopted by a majority of two thirds of Council members present or represented.

The Board shall draw up the internal rules and submit them to the Council for approval. The latest approved version of the internal rules dates from 12 December 2015.

The annual subscription fee is fixed by Council as defined in the internal rules.

The minutes are kept in a dedicated file, which is accessible to the Members.

Members can take all the decisions, which fall within the discretion of Council, in person. Members may also cast their votes in advance in writing.

The Board may offer the members the possibility to participate in the general meeting remotely by means of an electronic communication tool provided by the Federation. The notice convening the general meeting shall include a clear and precise description of the procedures relating to remote participation.

BOARD (ADMINISTRATIVE BODY)

Article 6. The Board has all the management and administration powers as defined in the internal rules, subject to the prerogatives of Council. It can delegate some of its functions to one of its Members.

The Board of the Federation includes a President, a Past President, one or more Vice-Presidents, and a Treasurer, elected from among the permanent and substitute representatives of the Members or from among the Members themselves, by Council, by secret ballot, by simple majority of the Members present, each enjoying one vote and this on the proposal of the Members.

The President is elected one year in advance of the exercise of his(her) mandate. The President holds office for three years and cannot be renewed. At the end of his(her) mandate, the President

becomes Past President de facto.

The Vice-President(s) is(are) elected for three years. Their mandates are renewable once.

The Treasurer is elected for three years. His (her) mandate is renewable once.

The Board appoints an Executive Director entrusted with the day-to-day management and with the representation of FEAM within the limits of the day-to-day management. The Executive Director will receive a special power of attorney from the Board for this purpose.

The Board may set up one or more advisory committees under its responsibility. It shall define their composition and mission.

The Board, or any of its members, can be dismissed after deliberation of Council and by secret ballot, needing a majority of two thirds of the Members.

The Board can take valid decisions only if at least three of its members are present. Each Board member can cast one vote. Unless the Statutes or the internal rules provide otherwise, decisions shall be taken by a simple majority of votes, abstentions not being counted. Each Board member can give a proxy to any other Board member.

Meetings may be held by any means with identification of participants.

The minutes are kept in a dedicated file, which is accessible to the Members.

External representation

The Federation is validly represented towards third parties, by two Board members, which do not have to provide evidence of a prior decision by the Board.

It is also represented by the Executive Director within the limits of the power of attorney granted to him/her by the Board.

Finally, the Federation is represented by any special representative within the limits of his/her mandate.

HEADQUARTERS

Article 7. The headquarters of the Federation are in the Brussels Capital Region

LANGUAGES

Article 8. The official languages of the Federation are French and English. The working language is English. Legal documents are prepared in French and English.

RESOURCES

Article 9. a) Resources are made up by annual subscriptions, subsidies, donations, legacies and other income as specified in the internal rules.

- b) The Treasurer manages the budget of the Federation. He/she presents the accounts every year for approval by Council. He/she oversees the financial situation and informs the Board on the availability of funds for ongoing and new activities. He/she is the lead Board member for fundraising.
- c) The financial year is closed on 31 December of each year.

MODIFICATIONS OF THE STATUTES

Article 10. Any proposal for modification of the statutes must be proposed by at least three Members or by the Board, before the meeting of Council.

The proposal will feature on the agenda of Council to be discussed and voted on by secret ballot. For any decision, reference to the procedure provided by Article 5 must be made.

DISSOLUTION

Article 11. The dissolution of the Federation can be decided by Council, with a majority of two thirds of the Members and by secret ballot.

An anonymous electronic vote is permissible.

In the event of dissolution, the Council nominates three liquidators of different nationalities and the assets of the Federation are given to one (or more) not-for-profit scientific institution, designated by Council.

LEGAL ACTIONS

Article 12. Legal actions, as plaintiff or defendant, are conducted by the Board, represented by its President or any other Board member or Council representative appointed by the Board.