

# EOM

## European Society for Environmental and Occupational Medicine

### Statutes

#### § 1

##### **Name, location, financial year**

The Society bears the name "European Society for Environmental Health and Occupational Medicine (Europäische Fachgesellschaft für Umweltmedizin und Arbeitsmedizin e.V., EOM). The EOM has its registered office in Hamburg and is registered as a society in the Society Register (Vereinsregister) of the City State of Hamburg, Germany. The business and financial year is the calendar year.

#### § 2

##### **The purpose of the Society**

The purpose of the Society is to promote science and research in the fields of environmental and occupational health and to further inter-European exchange and cooperation. The Society is an interdisciplinary scientific society which serves the development of this interdisciplinary field of research through collaboration with neighboring disciplines, such as toxicology, immunology, tumor biology and other fields that deal with relevant issues.

This will be achieved especially by:

1. the organization of conferences, congresses, symposia, seminars and lectures
2. promoting collaboration between researchers in the fields of basic research and applied (clinical) research in the European region
3. cooperation with other existing working groups, interested parties or societies
4. promoting the publication process in the field of environmental medicine, occupational medicine and related fields
5. maintaining contacts with relevant institutions involved in law-making.
6. cooperation with other European and national societies and independent research groups

#### § 3

##### **Membership**

The Society consists of:

- a) individual members
- b) supporting members
- c) honorary members.

Individuals, or institutions legally applicable as a person, can be a member of the Society when they are interested in the goals of society, regardless of nationality or residence.

Individual members can vote and stand for election and only individual members can hold an office on the Society Board.

Honorary members of the Society can be proposed by the Society members and are appointed after approval by the Society Board and Advisory Council. Honorary members enjoy all of the rights and obligations of individual members.

An application for membership is to be submitted to the Board or its Society offices and include a recommendation by a guarantor. The guarantor must be a member of the Society. The Society Board decision on their acceptance is communicated in writing.

Membership will expire upon:

- a) death, or in the case of a legally applicable entity by cessation of business or dissolution
- b) resignation, in writing by the applicable member to the Society Board, within two months notice to the end of the year
- c) disbarment, by decision of the Society Board.

#### **§ 4**

##### **Expulsion of a member**

The expulsion or disbarment of a member may be ordered by the Society Board if a member damages the reputation or the interests of society, when their membership fee has not been paid by the end of the fiscal year and two requests for payment have been unsuccessful, or for any other appropriate cause. Disbarment from the Society is to be communicated to the member in writing.

A request for disbarment may be made by any member. Prior to disbarment, the affected member has the right to proffer a defence. An appeal against disbarment can be launched within one month after dispatch of the letter of disbarment either to the Society Board or, if none exists, at the Annual General Meeting (AGM) of the Society.

#### **§ 5**

##### **Rights of members**

**The entitlements of membership include:**

- a) attendance at the Annual General Meeting and the exercising of all the rights appertaining to the General Assembly; each member has one vote**
- b) participation in written resolutions**
- c) attendance at all meetings of the Society**
- d) obtaining the reports of the Society.**

#### **§ 6**

##### **Membership fee**

**The amount and frequency of the membership fee payment will be decided by the General Assembly (for details see § 10 AGM).** The starting fee is at the moment 50€ p.a. for the regular member, 25€ for students and 200€ for institutions.

Members no longer in paid employment can be freed from the obligation of paying the membership fee upon request to the Society Board.

#### **§ 7**

##### **Bodies of the Society**

The bodies of the Society are:

- a) the Society Board
- b) the Advisory Council
- c) the Annual General Meeting of Members.

#### **§ 8**

##### **The Society Board**

The Society Board is responsible for conducting the business of the Society and for managing and utilizing the funds available to the Society. The Board reports on its activities and presents the financial accounts to the Annual General Meeting, according to the usual business practices.

The Society Board should consist of three to four members: the President, one or two Vice President/s, the Secretary. The activities and duties of the secretary can also be subsumed into one of the other presidential positions. The Society Board members are held to represent the Society in accordance with § 26 BGB and each can represent the Society alone.

The President is responsible for representing the Society, both externally and internally, and chairs the Executive Board and Advisory Board meetings and the Annual General Meeting. The Secretary is responsible for the daily business and management of the Society, for

managing the assets of the Society and for maintaining records of income, expenditure and correspondence. Payment transactions of any sort are solely within the remit of the Secretary.

The term of office of a Society Board member begins immediately after its election and amounts to a total of 3 years. The secretary is elected every two years. The Board remains in office until a new board has been duly elected. The re-election of Board members is permitted.

The Society Board is to meet together after an early enough invitation from the President or Secretary (with communication of the agenda) whenever necessary in the interests of Society. Society Board members may be represented by another Board member at the Board meeting. Other participants can be invited when appropriate, especially members of the Advisory Board. The decisions of the Society Board are passed by a majority vote from members present or represented at such a meeting. With the consent of all board members, voting by written declaration is also allowed and, again, the majority of the votes cast determines the outcome. In the case of a tie, the vote cast by the President is decisive. The Society Board shall adopt its own rules of procedure. The decisions of the Board are to be recorded in writing and confirmed by the signature of the chairperson. The meeting protocol is also to contain the date and time of the meeting, the names of participants, the decisions taken and the corresponding voting results.

## **§ 9**

### **The Advisory Council**

The Annual General Meeting may appoint an Advisory Council to support and advise the Society Board in the conducting of Society business and all other important affairs. Specific tasks can be assigned to the Advisory Council. The Advisory Council consists of three to ten persons who must be members of society. The term of office of a Council members is four years and re-election is allowed.

The Advisory Council shall meet together whenever it is necessary in the interests of the Society. The Advisory Council members may be represented by other Council members at a Council meeting. The decisions of the Advisory Council shall be enacted by a majority vote of council members, present or represented. With the consent of all council members, voting in writing is allowed and, again, the majority of the votes cast determines the outcome.

## **§ 10**

### **The Annual General Meeting**

The Annual General Meeting (AGM) shall be called annually or biannually by the President, the Secretary of the Society or their representative and held, preferably, in conjunction with a meeting of the Society. Extraordinary General Meetings are convened by the President, the Secretary or their representative whenever required by the interests of the Society or if the Advisory Council or a third of the members of the Society demand it. The convening of a meeting shall be in writing (e.g. in a circular from the Society) two weeks before the meeting. The extraordinary meeting can also be realized by a telephone conference or other modern IT media conference which shall include a written protocol. Each correctly convened society meeting has the quorum.

The AGM protocol.

The President of the Society chairs the meeting or, when unable to, shall be deputized by the Vice President or another member of the Board. The chairperson shall determine the order and manner of voting.

The decision of the AGM generally refers to the item previously announced in the agenda. The assembled members may add other items to the agenda immediately, when a majority of two thirds of those members present agree to do so.

The resolutions of the Society AGM are passed by a simple majority vote of those members present. In the event of a tie during the election of the Society Board or Advisory Council members, the result will be decided by flipping a coin. Resolutions of the Society are to be recorded in a special AGM book and require signing by the President and the Secretary. The

minutes of each meeting and, in particular, the decisions taken should be circulated to all members within a reasonable time.

A written proposal can be sent to the members if the Society Board require a vote from the members in writing. In this case, the interval between the sending of the initial proposal and the time specified for receipt of the written votes shall be at least four weeks. The decisions are passed by a simple majority of votes cast.

Function of the General Assembly at the AGM:

- a) Appointment and dismissal of members of the Society Board
- b) Appointment and dismissal of the Advisory Council and its members
- c) Appointment of Auditors
- d) Acceptance of the annual financial report
- e) Discharge of the Society Board and the Advisory Council on the basis of the auditors report
- f) Determination of the level of membership fee. A declaration of a membership fee increase must be made at least three months prior to the start of the applicable financial year.
- g) Decisions to be made on amendments and all other issues submitted by the Society Board, Advisory Council or required by the Society constitution or by law.

## **§ 11**

### **Accounting**

The accounts of the Society are to be presented by the Society Board each year for approval by an independent auditor or by two individual members of the Society. The auditors may not be members of the Society Board of the Society and are to be appointed for a period of four years by the General Assembly at the AGM.

## **§ 12**

### **Study Groups and Committees**

The Society Board may, on the recommendation of the Advisory Council or special interest groups within the Society, set up or dissolve special study groups. Members of the study groups must be members of the Society.

To advise on scientific matters and upon a proposal by the Advisory Council, the Society Board is allowed to invoke a scientific advisory committee. Members of such committees may include persons who are not members of the society

## **§ 13**

### **Resolutions**

The dissolution of the Society can be made by the General Assembly at the AGM upon a request by the Society Board. The AGM Assembly is quorate if at least half of the members are present or are represented. If the meeting is not quorate then a second meeting must be convened within four weeks. In this circumstance, the dissolution can be carried by a simple majority vote regardless of the number of members present. If necessary, the adoption of the resolution can be confirmed in writing.

## **§ 14**

### **Liquidation**

Upon dissolution of the Society or loss of tax-exempt purpose, the assets of the Society shall be transferred exclusively to the Foundation for the Support of German Science (Stifterverband für die Deutsche Wissenschaft), which is directed to disseminate the assets for scientific research in the public arena and for the public good in the fields of immunology, cell biology or biochemistry.

## **§ 15**

### **Non-profit Organization for the Public Good**

The Society declares itself to be a Non-profit Organization for the Public Good and is not primarily interested in its own economic gain.

The Society (Die Gesellschaft EOM e.V., European Society for Environmental and Occupational Medicine, EOM) and its charity purposes comply exclusively and directly with the meaning of "tax exempt purposes" (charity purpose) of the German Federal tax code and explicitly excludes any personal gain.

The funds of the Society as well as any profits may only be used for purposes covered by these statutes. The members cannot receive either a share of profits nor any other payments from the funds of the Society in their capacity as members,. All holders of offices of the Society are volunteers.

No person nor institution may benefit from costs, which deviate from the purposes and intentions of the Society, or from disproportionately high remuneration.

## **§ 16**

### **Transitional Provisions**

The preparatory work for the establishment of the Society is entrusted to a foundation committee, which serves as the first Society Board of the Society.

These statutes will be submitted to a sufficient number of scientists for advice and approval, with their approval of the terms confirmed in writing, before submission of the regulations for entry in the Society Register (Vereinsregister) of the City State of Hamburg.

All applicants for membership of the Society before the first AGM of the General Assembly are, after approval by a majority of the members of the founding committee, to be accepted as members of the Society.

The founding meeting took place on the 5<sup>th</sup> of July 2012 in Edinburgh, Scotland.

The first Annual General Meeting will be held on July 5th 2012 in Edinburgh, Scotland