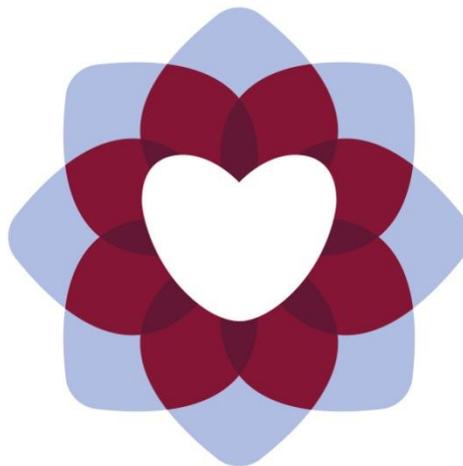




EUROPEAN SOCIETY OF CARDIOLOGY
Association for Acute CardioVascular Care



CONSTITUTION

The Constitution of the Association for Acute CardioVascular Care (ACVC) aims to outline the principles of governance of a transparent and democratic organisation with a strong collective leadership within the European Society of Cardiology (ESC).





ARTICLE 1 – FORM – DURATION – NAME – REGISTERED OFFICE

Form – Duration

The Association for Acute CardioVascular Care is a branch of the European Society of Cardiology (ESC) designated as “Association” despite not being an autonomous legal entity. The ESC is governed by the law dated 1st July 1901 and was registered at the Sous-Prefecture at Grasse on 08 April 1992 – n°1/10006 – O.J. n°18 – 29 April 1992.

The Association for Acute CardioVascular Care was formed at the ESC General Assembly on August 28th 2012 in Munich (Germany) for an unlimited duration.

The internal organization of the Association for Acute CardioVascular Care is regulated by the present Constitution approved by the ESC Board and related policies or by-laws approved by the Association for Acute CardioVascular Care Board.

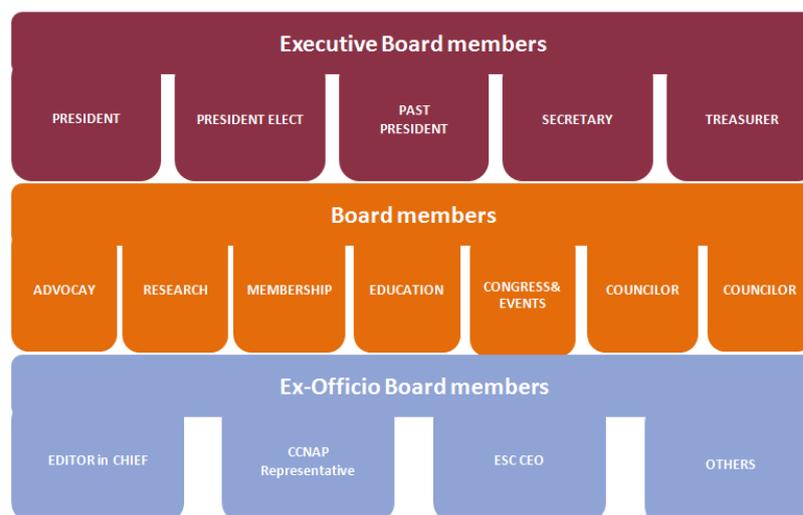
Name

The Association is called Association for Acute CardioVascular Care, abbreviated to “ACVC.”

Registered Office

The ACVC has a registered office at the European Heart House in Biot (Alpes-Maritimes) – 2035, route des Colles, Les Templiers - CS 80179 BIOT - Sophia Antipolis Cedex, France.

Structure of the Board





ARTICLE 2 – PURPOSE AND MEANS

The ACVC contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease in Europe”.

The ESC created Associations to promote the advancement of specific areas of expertise related to prevention, diagnosis and management of diseases of the heart and the vascular system.

In its sub-specialty area of Acute Cardiovascular Care, the ACVC is committed “To improve the quality of care and outcomes of patients with acute cardiovascular diseases”, by focusing on the development of diagnostic and therapeutic techniques and strategies, systems of care, and organizational aspects for the best management of acute cardiovascular diseases.

It addresses all professionals involved in acute cardiovascular care or its organization, healthcare professionals, scientists, managers, decision-makers, politicians, media, allied societies.

The ACVC takes responsibility for education and training of cardiologists and other professionals involved in the field of Acute Cardiovascular Care in the ESC member countries, and for the development of standards for their training, continuous education and professional conduct. It also improves the scientific understanding of Acute Cardiovascular Care through promotion of research in this field.

The ACVC may undertake the scientific and material organisation of any congress, symposium or similar event, bringing together any and all professionals, including physicians, scientists, biomedical technicians, nurses and allied health professionals, interested in Acute Cardiovascular Care as well as offering all associated services usual at such international meetings, including but not limited to renting space, organising scientific sessions, satellite events, publishing information and similar.

The ACVC may organise the collection, analysis, processing and communication of medical or scientific information obtained from a wide range of physicians, scientists or institutions of Acute Cardiovascular Care.

The ACVC may collect, edit and publish journals, articles or information whether in printed or electronic form on any medical or scientific nature related to Acute Cardiovascular Care.

The ACVC may award scholarships, awards or grants for education, training or research in its area of interest.

Within the framework of the European Society of Cardiology, the ACVC objectives are:

- To participate in the Board and committees of the ESC.
- To advice the Board of the ESC on the scientific, educational and organizational needs related to acute cardiovascular care in Europe.
- To produce and promote clinical and technical standards and guidelines for acute cardiovascular care.
- To contribute to the ESC annual congress.
- To cooperate with the other Working Groups, Councils and Associations of the ESC, and with the national working groups, associations or societies for acute cardiovascular care.
- To collaborate with other international organisations in the related fields.





ARTICLE 3 – MEMBERS & FELLOWS

Membership is open to all professionals involved in the field of acute cardiovascular care that supports the mission and objectives of the ACVC regardless of their background or origin.

In its membership strategy, the ACVC will ensure to:

- Encourage and promote an active participation of its members.
- Establish methods and facilitate communication between members.
- Facilitate educational, training and scientific opportunities on acute cardiovascular care for members.

Members from ESC member countries

The ACVC membership is subscribed on an individual and direct basis.

Only the ACVC members of the ESC Member Countries holding a minimum of one (1) month of membership can have voting rights at the ACVC General Assembly and/or within the Association.

The ACVC members are entitled to basic ESC Member benefits.

Applications for membership are made online via the dedicated form along with payment (when applicable) on the ACVC website.

The ACVC membership is based on a rolling membership model, whereas the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a full year membership.

The ACVC membership categories and fees (if any) are defined by the Board and subject to adjustment after majority agreement by 2/3 of the Board members.

Affiliated members from ESC affiliated countries

ACVC Affiliated membership is subscribed on an individual and direct basis. It is open to all health professionals members of an ESC affiliated member country, involved in the field of acute cardiovascular care that supports the ACVC mission and objectives.

ACVC Affiliated members:

- are offered specific benefits defined by the ACVC Board.
- do not have voting rights at the ESC and ACVC General Assemblies.
- are not eligible for ACVC Board positions.

Members from the rest of the world

Any scientist, health professional involved in the field of Acute Cardiovascular Care from a non-ESC member or non-ESC affiliated country, that supports the ACVC mission and objectives, may become a member.

This category of members

- is offered specific benefits defined by the ACVC Board.
- do not have voting rights at the ESC and ACVC General Assemblies.
- is not eligible for ACVC Board.





Fellows

Physicians, scientists and other professionals who have made a major contribution to prevention, diagnosis and management of diseases of the heart and the blood vessels and/or the scientific understanding of the heart and the vascular system, may apply to become a Fellow of the European Society of Cardiology (FESC) and/or a Fellow of the ACVC (if existing)

The procedures for application and election of ESC Fellows are decided upon by the ESC Board. The procedures for application and election of ACVC Fellows are decided upon by the ACVC Board.

ARTICLE 4 – RESIGNATION – EXPULSION – DEATH

ACVC individual members or Fellows may resign by sending their resignation to the ACVC President and Secretary of the Board. Their membership will then be terminated at the end of the current calendar year.

In case of death or resignation of a voting ACVC Board member, whether personal or professional, an extra-ordinary election can be organised at any time of the year. The new Board member will start his or her mandate immediately although the term length will need to match the one in progress (from year N to year N+2).

Should an ACVC Board member wish to hold an executive position concurrently (President, President-Elect or Vice-President) in a National Cardiac Society or in the ESC, he or she will need to inform the ACVC Board.

When applicable, the lack of payment of the annual membership fee may lead to exclusion from the ACVC membership.

A member or Fellow of the ACVC may be expelled from the ACVC and ESC for any justified grievance communicated to the President or Secretary. The request for expulsion must be further communicated to the Board which may take immediate decision by written vote. Such decision must be taken by 2/3 of the voting members of the ACVC Board.

The ACVC Board may recommend to the General Assembly removal of a member from the Association membership list for activities which may bring the ACVC into disrepute.

In the event of death of an individual ACVC member or Fellow, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of neither ACVC nor the ESC.

If it concerns non-voting Board members, the Board may appoint any qualified person for the balance of the two-year mandate.

As a general rule, applied to all ACVC Board members, Section Chairs and Co-chairs, Section members or other person involved in task force; one may be invited to step down if they remain inactive and/or do not participate in their association's activities. This decision should be:

- ✓ Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with timelines.
- ✓ Taken collegially with the other members (with a two-third (2/3) majority required).
- ✓ Approved by the Executive Board





ARTICLE 5 – RESOURCES

The sources of revenue for the ACVC include:

- Membership dues paid directly to the ACVC from individual members, affiliated members, rest of the world members and Fellows when applicable. The amount of such dues will be determined by the Board.
- Remuneration and contributions earned from the sale of goods and services (net income) and from any other resources authorised by law and regulations of the country in which the ACVC and ESC reside.
- Donations and sponsorships in compliance with current regulations.
- Generally, any other authorised source of income

The ACVC Board has authority to seek financial support to cover investments or other expenses linked to the conduct of the Association activities.

Net income generated from various activities is not redistributed to the members, but may be re-invested into the Association. Scholarships, awards or grants may be awarded for education, training or research in the Acute Cardiovascular Care area of interest.

ARTICLE 6 – INTERNAL GOVERNANCE (Board, Executive Board...)

Board

The administration of the ACVC is conducted by a Board composed of:

1. **Voting Board members** who are elected by the ACVC members every two years, those include:
 - The Executive Board of five (5) members: President, President-Elect, Immediate Past-President, Secretary, Treasurer
 - The others are the elected Board members without executive functions: they may or may not take specific responsibilities within the Board such as Councillors or section Chairs
2. **Ex-officio non-voting Board members** who can be invited to attend Board meeting on an ad-hoc basis
 - Editor-in-Chief of the Association's official journal (EHJ-ACVC)
 - Representatives of other ESC internal Constituent Bodies – in particular, the ACVC board offers an official position for one nurse representative who will be nominated by the Council on Cardiovascular Nursing and Allied Professionals (CCNAP)
 - Any appointed person, nominated by the Board to fulfil a role and take specific responsibilities within the Board

These members have an advisory role and are not entitled to vote at Board meetings.

In attendance the ESC Chief Executive Officer (CEO) and Chief Operating Officer (COO) (by delegation) are ex-officio (non voting) members of the executive board.

3. **Non-voting members**, or sui generis members, who are appointed by the Board for any task without limitation in time.





Representatives from industry companies are not eligible to be part of the ACVC Board.

The General Assembly

ACVC members holding voting rights shall elect each voting Board member in accordance with the ACVC Board approved procedures.

1. Voting Board members shall hold their positions for a period of two years
2. This two-year term shall start and come to an end at the close of the annual General Assembly of the period.
3. All members, including Secretary and Treasurer can be renewed to the same position in the Executive Board for another two (2) years if they have not exceeded four (4) years in total in the Board.
4. Candidates for the position of President-Elect must be currently serving or have served in the immediately preceding Board as voting or non voting members of the Board. The elected candidate will automatically become President two years later.
5. It is not mandatory that candidates for the positions of Secretary and Treasurer have served on the previous or current Board.
6. The President will automatically become immediate Past President at the end of his/her two year mandate.
7. The duties of all Board members are executed on a voluntary basis. All Board members will be entitled to reimbursement of expenses incurred while exercising their duties upon presentation of supporting original documents.

In the event of death or resignation, whether personal or professional, of any member of the Board, he or she will be replaced as follows:

- If it concerns the President, such will be succeeded for the balance of the appropriate two-year mandate by the President-Elect on an acting basis.
- If it concerns the Secretary or Treasurer, the Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any ACVC member fill such position for the balance of the two-year mandate. The latter member will have no voting rights. The Board will refer the matter to the next Ordinary General Assembly for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
- If it concerns the immediate Past-President, the Board may, in its own discretion, appoint the previous past President, and if for any reason he/she could not take the responsibility, any previous Board member for the balance of the two-year mandate. This previous Board member will have no voting rights.
- If it concerns the President-Elect, the Board will refer the matter to the next Ordinary General Assembly for a vote following, to the extent possible, the procedures laid down in this Constitution and Board approved procedures. In the meantime, until voting has taken place, the task related to the position of President-Elect within the Board may be delegated to one of the other Board members, or to any previous Board member. A previous Board member will have no voting rights.
- If it concerns non-voting Board members, the Board may appoint any qualified person for the balance of the two-year mandate.





ARTICLE 7 – ROLES AND RESPONSIBILITIES

Roles and responsibilities of the Board

ESC Board

The ESC President is the only person recognised by French law to have the ultimate power to act on behalf of ACVC. The ACVC Board informs the ESC Board about its procedures on regular basis.

Acute Cardiovascular Care Association Board

The ACVC Board is invested with the power to execute, or authorise others to execute, all acts and operations of the ACVC which are not reserved for the General Assembly.

The role of the ACVC Board includes but is not necessarily limited to:

- Liaise in an open and transparent way with the ESC Board
- Define the general policy and strategic direction of the ACVC about which it reports to the ACVC General Assembly and ESC Board
- Ensure that the ACVC governed by its constitution remains in line with the ESC Statutes and By-Laws
- Approve the projects presented by the ACVC Executive Board, the programme of activities and the corresponding budget in compliance with ESC budget guidelines
- Approve the annual objectives and assumptions, business plan and related budget
- Decide on the provisional exclusion of individual members and of other Fellows
- Approve the internal rules and regulations and by-laws of the ACVC.

Board meetings shall be convened by the President or half of the voting Board members, as often as is deemed to be in the ACVC interest, either at the registered office, or in any other place, with the consent of no less than half of the voting Board members.

Upon the decision of the President, meetings may be held electronically or by telephone with all decisions confirmed in writing. The agenda is to be drawn up by the President, or those Board members who convene the meeting, and any proposed items must be sent to the President at least one week prior to the meeting.

The presence of no less than half of the voting Board members at a Board meeting is necessary to ratify decisions.

Decisions will be made by a majority of the votes of the members present with each Board member casting one vote.

No proxy votes will be accepted at a Board meeting. Absent Board members may submit their opinion in writing on items appearing on the agenda.

In the event that the number of votes cast at a Board meeting on any matter is tied, the President shall have a deciding vote.

Board resolutions will be recorded in minutes.





In the event of an emergency, the ACVC Board shall have authority to make any appropriate decision by a simple majority of the voting Board members. In such a case, the decision may be taken on written consultation. In such a case, powers are conferred to the President or the Secretary to implement the decision made.

Roles and responsibilities of the Executive Board

The Executive Board consist of: President, President-Elect, Immediate Past-President, Secretary, and Treasurer. Executive Board members are elected for a two years period.

The role and responsibilities of the Executive Board are among others:

- To discuss with the ESC management on business and operational plans, operations, organisation and Human Resources matters, major projects and actual results and to report to the ACVC Board on a regular basis.
- To discuss and report to the ACVC Board on governance issues.
- To oversee the allocation of resources between ESC internal constituent bodies according to the ESC and Associations approved governance rules.
- To propose to the Board together with the ACVC Manager and ESC Chief Executive Officer the budget for approval.
- To maintain the risk register and to consider insurance matters jointly with the ESC management.
- To review policy for the financial business of the ACVC.
- To propose to the board the appointment of ex-officio board members according to the needs and priorities of ACVC.

The Executive Board advises the Board, prepares the Board's agenda and discussions and oversees the implementation of the Board's decisions.

The rules pertaining to the Board meetings, deliberations, votes and minutes defined in article 7 hereabove shall apply to the Executive Board.

Roles and responsibilities of the President

The President is the highest ACVC authority and holds the principal responsibility and representation of ACVC.

The President will be responsible for executing the decisions of the Board and ensuring the smooth running of the ACVC.

The role of the President of the ACVC includes but is not necessarily limited to the following:

- Must belong to one of the National Cardiac Society which has joined the ESC.
- Must be a Fellow of the ESC or/and ACVC (if it exists).
- Be a full ex-officio voting member of the ESC Board and as such, act as representative of the ESC Board
- Be the Chairperson of the ACVC Board and Executive Board and ACVC Ordinary and Extraordinary General Assemblies.
- In collaboration with the Board, determines strategy and objectives of the ACVC and supervises all the organisational structure and initiatives





- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the ACVC business and affairs
- Act in the name and on behalf of the ACVC Board and in particular:
 - Carrying out the decisions of the ESC Board and responsibility for the proper conduct of the ACVC business.
 - Finalising the agenda for the ACVC Board and Executive Board meetings and General Assemblies.

The President may delegate authority and signature to the President-Elect or to any other member of the Executive Board if needed. The President is a member of any meeting of the ACVC by right.

Roles and responsibilities of the President-Elect

The President-Elect is the second level of authority and representation in the ACVC Board.

The President-Elect is elected by the ACVC eligible voting members to become the next ACVC President for two years.

The President-Elect will automatically assume the office as President of the ACVC after two years and acts on behalf of the President when needed.

The role of the President-Elect of the ACVC includes but is not necessarily limited to the following:

- Interact openly and transparently with the ESC Board
- Act as representative or spokesperson of the ACVC
- Ascertain in partnership with the ACVC President that the Board focuses on strategic planning and policy development
- Perform the duties of the ACVC President in his/her absence or incapacity including completing the Presidential term in the event of a vacancy
- Manage assignments given by the President or the ACVC Board
- Make recommendations on work processes and volunteers' assignments
- Ascertain, together with the ACVC Executive Board, continuity in ACVC leadership
- Before taking office as President, consider and prepare Board appointed Sections for the coming two years including renewal of Chairpersons and members as needed

Roles and responsibilities of the immediate Past President

The immediate Past Presidency automatically follows a two-year term as President without further voting. The Past-President serves during two years and is thereafter not subject to re-election to a new Board position at the end of his/her mandate.

The role of the immediate Past President of the ACVC includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the ACVC
- Provide insights on the ACVC history and guidance to the ACVC President and Board
- Act as Chairperson of the new Nominating Committee for the ACVC
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the ACVC business and affairs





- Ascertain in partnership with the President that the ACVC Board focuses on strategic planning and policy development
- Manage assignments given by the President or the ACVC Board and ensure continuity in the activities of the ACVC

Roles and responsibilities of the Secretary

The Secretary provides support to the President and President-Elect for organisational matters and may have additional responsibilities assigned by the President.

The Secretary is elected by the ACVC eligible voting members for two (2) years. His/her role includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the ACVC
- Ascertain in partnership with the sub-specialty Association President that the ACVC Board focuses on strategic planning and policy development
- Provide guidance to the ACVC President and Board on statutory and organisational matters
- Manage assignments given by the President or the ACVC Board and ensure continuity in the activities of ACVC.
- Supervise and keep records of the ACVC Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff
- Make recommendations on work processes and volunteers' assignments

Roles and responsibilities of the Treasurer

The Treasurer is responsible for supervising ACVC finances, ensuring budget follow-up and reporting to the ACVC Board.

The Treasurer is elected by the ACVC eligible voting members for two (2) years. His/her role includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the ACVC towards industry companies and representative of ESC Industry Department
- Ascertain in partnership with the sub-specialty Association President that the ACVC Board focuses on strategic planning and policy development
- Supervise finances and provide guidance to the ACVC President and Board especially long-term financial planning and management, unbudgeted expenses
- Participate in fundraising activities and ensures full transparency of all transactions and compliance with current regulations
- Cooperate with the ESC Chief Executive Officer, ESC Chief Operating Officer, Chief Finance Officer and ACVC Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the ACVC
- Report on financial matters to the ACVC General Assembly





Roles and responsibilities of the Board members

Those are Board members who do not hold executive positions in the Board. They are elected directly by the ACVC members in the corresponding elections for a two year term. Their role includes:

- To attend all ACVC meetings
- To participate in all Board discussions and decisions with word and vote
- To work actively to reach the ACVC Board objectives and ensure delivery of the assigned tasks
- Regular Board members may, or may not take specific responsibilities within the Board, such as leading one of the ACVC Sections or Study Groups, according to the ACVC needs, their level of expertise OR interest

Roles and responsibilities of the Nominating Committee

The Nominating Committee is constituted by a group of five (5) relevant ACVC members designated to evaluate the volunteer candidates to apply for Board Executive positions in every ACVC election and select the most appropriate final candidates. It is chaired by the immediate Past President of the ACVC and co-chaired by the previous Past President who takes over by default in case the Chair is unable to lead.

- Immediate Past-President and Previous Past-President become members automatically.
- Third member is appointed by the Immediate Past-President and Previous Past-President in agreement.
- The other two members are appointed by the ACVC Board.

The role of the Nominating Committee consists of:

- Evaluating and proposing candidates for the ACVC Board elections: CV, personal characteristics, willingness to participate, dedication and any feature that may positively or negatively influence in future ACVC responsibilities of all volunteers applying for ACVC Board Executive positions (President-Elect, Secretary and Treasurer).
- Ensuring balance of candidates with appropriate experience from all regions within the ESC member countries according to pre-defined selection criteria
- Identifying, selecting and proposing to the ACVC membership for its vote, should normally propose more than one candidate and no more than three for each of the executive positions.
- Putting forward names of members for the subsequent Nominating Committee that will be approved by ACVC members holding voting rights

The term of the Nominating Committee mandate is two years non-renewable.

Members of the ACVC Nominating Committee will only be eligible as candidates for election to either the Board, or to a future Nominating Committee, after a period of four years following expiry of their term of office as a member of the Nominating Committee.

Decisions within the ACVC Nominating Committee will be made by a majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairman of the Nominating Committee shall have a deciding vote. Otherwise the Chairman shall not have a vote.

Roles and responsibilities of the Editor in Chief (ex-Officio)

The Editor in Chief is the person responsible for handling the European Heart Journal – Acute Cardiovascular Care (EHJ-ACVC), the official journal of the ACVC.





The Editor-in-Chief must have a strategic vision for the future of the journal and be totally comfortable working with an electronic-only manuscript handling system.

The Editor in Chief is elected by the Executive Board and approved by the Board, in a selection process that must include, at least, two candidates.

The term of office for the Editor in Chief of EHJ-ACVC Journal is three (3) years, with the possibility to extend the term for a maximum of two (2) periods of two (2) years, i.e. a maximum total term of seven (7) years.

Renewal must be notified twelve (12) months before end of terms.

He/she should:

- Be open to the idea of administrative staff working remotely from a Virtual Editorial Office.
- Appoint one or more Associate Editor(s).
- Consider that peers undertaking editorial and review work do not have to be in the same institution, especially with existing collaborative solutions allowing teamwork over great distances.
- Manage relationship with Publisher.
- Organize & Chair editorial Board meetings.

The high recognition that the role of Editor-in-Chief commands, warrants applications from dynamic, energetic and above all, highly motivated actors in the field of acute cardiovascular care.

Roles and responsibilities of the ACVC Sections

The ACVC sections are created by the Board to establish a dedicated group with specific functions to support the ESC and the ACVC strategy. Sections are in charge of the implementation of the strategic plan by developing and measuring results of specific activities.

Sections are managed by respective section Chair and Co-chair.

Roles and responsibilities of the Section Chairs & Co-chairs

Sections Chairs are responsible for setting objectives, proposing activities and operational plan aligned with the mission and the strategy of the association.

Any activity must be validated by the Board prior to implementation.

Sections Chairs are initially selected among the elected ACVC Board members, striving to accommodate ACVC needs followed by personal preferences/professional profile.

Sections Chairmanship that remains vacant after this selection will be appointed by the President with the approval of the Executive Board. Those Chairs will function as Ex-officio non-voting members in the Board for the duration of their Chairmanship. Ex officio sections Chairs who are not elected can be invited to attend Board meetings on an ad hoc basis.

Section Chairs are supported by Section Co-chair who are ACVC Silver or Gold members nominated by the Board. It is foreseen that for the sake of continuity, the section Chair can appoint his/her predecessor to stay in the section as a regular member for another mandate (two years).

Sections Co-chairs, are nominated by the Chairs, and approved by the Executive Board striving to accommodate ACVC needs followed by personal preferences/professional profile. Those Co-chairs will function as Ex-officio non-voting members in the Board for the duration of their Chairmanship. Ex officio-Sections Co-chairs who are not elected can be invited to attend Board meetings on an ad hoc basis.





The duration of these positions is two years and can be renewed for another two (2) years, for both elected and appointed ex-officio Chairs, if supported by more than fifty percent (50%) of the Board and approved by the Executive Board.

Sections Chairs & Co-chairs

- Are responsible for meeting the objectives and ensuring delivery of the initiatives/projects listed by the Executive Board.
- Act as a link between the ACVC Board and the project task force.
- Manage assignments given by the ACVC President.
- Report on his/her initiatives/projects at ACVC Board meetings upon previous request.

Propose and nominate (after approval of the Executive Board) 2 to 3 persons to each project task force and assign role and responsibilities

Roles and responsibilities of the task force members

They are ACVC members with a specific interest or skill appointed to a task in one of the ACVC sections.

Task force members are responsible:

- To actively participate in section meetings and calls
- To contribute and invest time/effort in section initiatives
- To deliver timely the tasks assigned by the section Chair & Co-chair

Roles and responsibilities of the ACVC Study Groups

Study groups aim at advancing the science in selected fields of acute cardiovascular care in order to increase ACVC leadership position in those fields. Each study group is under the supervision of the ACVC Research section and has freedom to propose to the Board, potential members/participants and activities.

Study groups should deliver consensus papers, position papers, research proposals, surveys...

Roles and responsibilities of the Study Group Chairs

Study groups Chairs are the leading persons of the study group appointed by the ACVC Board to develop the specific objectives proposed for that particular study group.

Study groups Chairs are responsible for setting objectives, proposing activities and operational plan aligned with the Board decisions when creating the study group.

He/She is appointed by the Board according to expertise and/or scientific interest in the field. He/She is usually well involved in ACVC activities.

- Set a delivery plan (with milestones) of the study group including the expected output agreed with the Board
- Organize regular meetings and conference calls with its members to ensure progress and advancing of projects





Roles and responsibilities of the Study Group members

They are ACVC members with a specific interest or skill appointed to function in one of the ACVC Study groups.

Study group membership is nominated by the study group Chair. It should not exceed 10 people recognised as experts in the field.

Study group members should:

- Actively participate in meetings and calls
- Participate in writing/reviewing position papers, setting scientific programme of study group initiatives, speaking at sessions or webinars
- Participate in seeking funding for the study group

ARTICLE 9 TERMS OF OFFICE & RENEWAL

- The term of office is two years for the immediate Past President, President, and President Elect (presidential trio), who may not be renewed in the same role.
- Secretary and Treasurer may continue without re-election for one term of two years, unless he/she has already reached four (4) years of serving at any Board position, after recommendation by the presidential trio and Board approval with a two third (2/3) majority.
- After the first two (2)-years term, Board members (except Treasurer and Secretary which are described above) can only be renewed once upon Board approval with a two third (2/3) majority, serving a maximum of four years unless elected President-Elect.
- The immediate Past President – once his/her mandate is over, finishes his term and cannot reapply to any Board position for a period of four (4) years (2 terms)
- Board members who step out can re-enter the Board after a period of two (2) years (one election term)
- If a member enters at mid-term, the end of his/her first term will be considered at the end of the regular term. He can be renewed by Board decision for a period of two more years but never to exceed four years.
- Representatives from industry companies may not be eligible to ACVC Board positions.

ARTICLE 10 – PROCEDURES FOR ELECTIONS

The ACVC aims to be a transparent and democratic organisation whose leadership has the support and endorsement of its members for their activities. To reflect this, the most important positions in the Association are filled by election from the eligible voting membership.

All ACVC paying members having at least one (1) month of membership subscription before the candidates selection is made public are entitled to vote.





- The Executive Board, chaired by the ACVC President, may proceed to conduct the elections for the new Board members at an earlier time of the year than that of the annual General Assembly, but not earlier than four (4) months before such General Assembly.
- Such elections may be conducted electronically.
- Voting will be conducted under the responsibility of the ACVC Nominating Committee in accordance with the ACVC Board approved rules and procedures which will be communicated in writing to all ACVC members at least three (3) months ahead of the annual General Assembly.
- Nomination for the ACVC Board elections will be invited from all members proposed by the ACVC Nominating Committee.
- For paying membership, only members who have paid their full annual membership dues are eligible to vote. The members voting in any election must have been ACVC members for at least 1 month before the candidates selection is made public by the ACVC Nominating Committee Chair.
- Except for those applying for the position of President-Elect, candidates cannot stand for election for more than 3 consecutive elections.
- Voting will be by secret ballot and administrated by the European Heart House Staff supervised by the ACVC Nominating Committee Chair. If one candidate only is proposed for any position, a vote will take place in any case. The proposed candidate(s) will be elected if he gains 51% of the total number of votes cast.
- If he/she is not elected by a majority of votes, his/her candidature will fail and the ACVC Nominating Committee must reconsider the candidature and make a new proposal to the members within three months. An electronic vote will follow. The ACVC Nominating Committee will again supervise said vote.
- Voting rights are granted according to the membership category. ACVC Members from non ESC members countries have no voting rights.

Election process and timeline for Board positions:

- Call for candidates: The Board will notify members of the election procedures no less than 90 days in advance of the annual General Assembly at ACVC congress
- Silver or Gold member of the Association may put his/her name forward for any Board positions including Executive positions, Treasurer, and Secretary). Candidacies/Nominations must be received by the Secretary no less than sixty (60) days before the General Assembly
- Candidates for President-Elect position must have served as a voting or ex-officio member of the Board in the current or preceeding 2 terms. The elected candidate will automatically become President two years later.
- Candidacies/Nominations for the position of President-Elect, Secretary and Treasurer will be submitted to the Nominating Committee who will propose at least one candidate and no more than three for each open executive position.
- Candidacies/Nominations for the position of section Chairs will be reviewed by the Executive Board who should normally propose more than one candidate and no more than three for each open position.
- The Secretary will notify the membership of the candidates for election no less than thirty (30) days before the General Assembly
- The name of the candidates and a brief summary (maximum hundred words as provided by the candidate) outlining the candidate's credentials and letter of motivation will be circulated





- All ACVC members holding voting rights have the right to vote. Elections will be conducted via electronic means, organized under the responsibility of the Nominating Committee and administered by the Heart House staff. Votes for officers will be casted electronically. These votes cannot be transferred to other persons.

Rules for candidates:

- Candidates must be members of ACVC with eligibility rights to apply.
- All Board members having reached his/her maximum term of four (4) years) can only apply for President-Elect position excluding the President and the Immediate Past President.
- All Board members staying in the board can apply for any executive position excluding the President and the Immediate Past President.
 - If one board member is elected for an executive position, his/her position will be covered by the next immediate voted candidate elected for a regular Board position
 - If one board member is not elected for an executive position, he/she can stay in his/her current Board position unless he/she has reached his/her maximum term of four (4) years.
- A candidate can apply simultaneously to one Executive Board position and to one regular Board member position.
 - If the candidate is elected for both positions, he/she will take only the responsibility for the Executive Board position he/she applied to. His/her candidacy for regular Board member position will not be considered and the position will be adjudicated to the next immediate voted candidate.
 - If the candidate is elected only for the regular Board position, he/she will take that responsibility.
- Before opening the call for elections, the Secretary and Treasurer will communicate whether they wish to become candidates for President-Elect or wish to be renewed in their current position (provided they have not reached four (4) years in the Board).
- If the Secretary or Treasurer become candidate for President-Elect his/her position will be released and a call for candidates to cover that position will be open.

ARTICLE 11 – GENERAL ASSEMBLIES

The General Assembly (GA) is the open meeting performed at least annually between the ACVC Board and the members, usually during the ACVC Congress or the ESC Congress.

- **Attendance**

General Assemblies are attended by the current ACVC Board and the members from ACVC.

Only eligible voting members have the right to vote (when relevant, votes must be cast in person and cannot be transferred through other persons.)

- **Notification to attend**

Notification to attend must be given to the ACVC membership by electronic mail, no less than thirty (30) days in advance.





- **Agenda**

The agenda will be drawn up by the Board and circulated to ACVC members no less than thirty (30) days in advance.

Only those items appearing on the agenda of the General Assemblies will be discussed and voted on.

Any ACVC member may submit in writing to the Secretary/Treasurer of the Board any issue or proposal not governed by this Constitution, no less than four (4) months before the next General Assembly and, if approved by the Board, it will be put on the agenda of the General Assembly.

- **Assembly bureau**

The President of the ACVC presides over the General Assemblies and is responsible for all procedures related to the preparation and conduct of the General Assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the Executive Board designated by the Board to this effect.

The secretarial duties are performed by the Secretary of the Board or by another member of the Board on her/his absence.

- **General Assembly**

The Ordinary General Assembly shall meet each year, preferably at the annual Congress of the ACVC. Additional General Assemblies shall be convened by the ACVC President as required, or at the request of no less than two thirds of the delegates.

The resolutions of the General Assembly will be recorded in minutes approved by the President.

- **Quorum & Majority**

In order to deliberate validly, the General Assembly must be formed by no less than 20% of the total number of the delegates. If said condition is not met, the General Assembly will be reconvened within two (2) months. At the second meeting it shall deliberate validly, whatever the number of delegates is present, but only upon those items on the agenda of the previous Assembly.

Decisions of the General Assembly will be made by a simple majority of the votes cast by the members. Null and blank votes are included in the number of votes cast. In the event of a tied vote, a second round of voting will take place. In case of a second tied vote, the President will have the casting vote.

- **Powers of the General Assembly**

The General Assembly deliberates on all items appearing on the agenda.

It shall receive the annual report of the President and Secretary/Treasurer on behalf of the ACVC Board. No distribution of profit to members is permitted.

It will approve or adjust the accounts of the previous financial year, vote as required on the composition of the new ACVC Board, and provide for the replacement of members of the current Board.

ARTICLE 12 – RULE FOR MERGE/INTEGRATION WITH OTHER ESC CONSTITUENT BODIES

Subject to the approval by the Ordinary General Assembly, the ACVC may decide to absorb any ESC Associations, Working Groups or Councils by extending the field of its activity.

If a Working Group, Council or Association is restructured, the constituent body resulting from such restructuring will, from the date on which the absorbed constituent bodies are dissolved, have the same number of voting delegates for ESC elections that each of the constituent bodies involved had before the restructuring took place for the next two mandates (four (4) years).





ARTICLE 13 – CHANGES OF THE CONSTITUTION

Any provisions of the Constitution may be changed by the ACVC General Assembly:

- Upon recommendation of the ACVC Board or
- Via a validated proposal supported by members

To qualify as a validated proposal the following criteria must be fulfilled:

- The number of members supporting the proposal must represent at least twenty (20) per cent (%) of the total number of members of the ACVC.
- The members supporting the proposal must certify in writing to the Secretary of the ACVC that the proposed wording to constitute the validated proposal has been consistently followed throughout and that the decisions to support the proposal were made following proper internal decision making, including voting procedures.
- The procedures for formulating a validated proposal must be received by the Secretary of the ACVC at least four (4) months prior to the General Assembly. The Secretary of ACVC is responsible for determining that consistent wording and correct procedures have been followed and time frames respected, informing the Board of the ACVC and placing the validated proposal on the Agenda of the ACVC General Assembly.
- Proposed changes must be circulated to all members at least two (2) months before the ACVC General Assembly.
- The ACVC Board shall have the right to comment in writing on any validated proposal and may circulate such commentary together with the proposed wording to all members prior to the ACVC General Assembly.
- Proposed changes will be voted at the General Assembly. A quorum of 30 members is required to validate a meeting as a General Assembly.

ARTICLE 14 – ACCOUNTING PERIOD AND PROCESS

ACVC's financial figures are included in the legal entity European Society of Cardiology's budgets and accounts, with a fiscal year starting on 1 April and ending on 31 March the following year. The ACVC budget will be prepared by the ACVC Treasurer and ACVC Manager in accordance with objectives fixed by the ESC Board. The draft budget will be reviewed and agreed by the ACVC Board in advance of the relevant deadline, for further review and approval by the ESC Board. During the fiscal year, the ACVC Treasurer and ACVC Manager will monitor actual spending to ensure that the budget is maintained.

ARTICLE 15 – RESPONSIBILITY OF ACUTE CARDIOVASCULAR CARE ASSOCIATION MEMBERS AND BOARD MEMBERS

Neither ACVC members nor Board members may be held personally responsible for any agreement entered into the ESC for ACVC, subject to any application of the provisions of the Law.

ARTICLE 16 – DISSOLUTION - LIQUIDATION





The dissolution of the ACVC will take place upon the decision of two thirds of all voting members present at an ESC Extraordinary General Assembly following a proposal of the ESC Board communicated as indicated above.

The net product of the dissolution is allocated to the ESC.

