

## **EHRA CONSTITUTION**

***(Voted on 7 June 2019)***

### **ARTICLE 1 – FORM – DURATION – NAME – REGISTERED OFFICE**

#### **A. Form – Duration**

The European Heart Rhythm Association (EHRA) is a registered branch of the European Society of Cardiology (ESC) designated as “Association” The ESC is governed by the law dated 1<sup>st</sup> 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 EHRA was formed at the ESC General Assembly on 2 September 2003 in Vienna for an unlimited duration.

The EHRA can be dissolved by the ESC Ordinary General Assembly upon proposal of the ESC Board. The internal organization of the EHRA is regulated by the present Constitution approved by the ESC Board and related policies or by-laws approved by the EHRA Board. The President of the EHRA must belong to one of the National Cardiac Societies or belong to one of the Constituent Bodies of the ESC, and be a Fellow of the ESC and EHRA.

Subject to the approval by the Ordinary General Assembly, the EHRA may decide to absorb any ESC Associations, Working Groups or Councils by extending the field of its activity. The ESC Constituent Body absorbed will then be dissolved or, possibly, merged into a new Constituent Body. The ESC Ordinary General Assembly will then decide on the timeline of this restructuring process.

#### **B. Name**

The Association is called European Heart Rhythm Association, abbreviated to EHRA

#### **C. Registered Office**

The European Heart Rhythm Association 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.

### **ARTICLE 2 – PURPOSE AND MEANS**

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

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.

The sub-specialty area of the EHRA is rhythmology, from science to patient access, whereas rhythmology relates to all rhythm disturbances of the heart, their prevention, diagnostics, therapy and related complications. This is not restricted to the cardiac arrhythmias in the narrow sense but also includes: a) other settings of heart disorders, in which heart rhythm plays an important role either for prognosis or for treatment, such as in patients with heart failure, b) interaction and modulation of the autonomic nervous system, c) telemedicine and biomonitoring, d)

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Improving the quality of life and reducing sudden cardiac death by limiting the impact of heart rhythm disturbances

genetics, e) structural collection and analysis of various datasets (“big data”), f) other currently not recognized areas relating to heart rhythm in the broad sense that may prove important in the future g) any electrical stimulation therapies that affect the cardiovascular system. The EHRA is committed to “Improving the quality of life and reducing sudden cardiac death by limiting the impact of heart rhythm disturbances”. The EHRA takes responsibility for education, training and certification of cardiologists and other professionals involved in the above described field in the ESC member countries, and for the development of standards for their training, continuous education and professional conduct. In addition, the EHRA promotes education, training and standards throughout the world in the diagnosis and management of cardiac arrhythmias as well as all applications of non-invasive and invasive interventional electrophysiology, device implantation and management, pharmaceutical management of rhythm disorders including related areas such as and not limited to anticoagulation.

The EHRA wishes to improve the scientific understanding of the field described above, through promotion of research in Europe and abroad.

The EHRA 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 the described field 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 EHRA may organise the collection, analysis, processing and communication of medical or scientific information obtained from a wide range of physicians, scientists or institutions of the above described field.

The EHRA may collect, edit and publish journals, articles or information whether in printed or electronic form on any medical or scientific nature related to the above described field.

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

The EHRA may undertake attempts to harmonize medical practice in the above described field in member and affiliated countries and to defend the interests of the profession.

The EHRA may establish a network and close collaboration with stakeholders based on a clearly defined code of conduct, with the aim of sharing strengths and tools in the field of education and research.

The EHRA’s goal is also to foster the communication network and close collaboration between national cardiac working groups and scientific societies, as well as other international organisations in the field of arrhythmias.

## **ARTICLE 3 – MEMBERS & FELLOWS**

### **A. Members from ESC member countries**

EHRA membership is subscribed on an individual and direct basis. It is open to all health professionals, members of a National Cardiac Society or national organisation involved in the above described field that support the EHRA mission and objectives.

Only EHRA members of the ESC Member Countries can have voting rights at the EHRA General Assembly or within the Association.

A member is considered eligible for voting after 1 month of membership. Payment of an annual membership fee is obligatory to be considered as a member.

Only EHRA members holding voting rights may stand for Board positions.

EHRA members are entitled to specific benefits and become automatically members of the ESC.

Applications for individual membership are made online via the dedicated form along with payment on the EHRA website. Exceptions can be made for group registration and specific cases.

EHRA membership categories and fees are defined by the Board. The procedures for application and election of EHRA Fellows are decided upon by the EHRA Executive Board after proposal by the Selection Committee.

EHRA Membership is open to scientists, allied health care and other professionals involved in the above described field.

#### **B. Affiliated members from ESC affiliated countries**

EHRA 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 above described fields that support the EHRA mission and objectives.

EHRA affiliated members are offered specific benefits defined by the EHRA Board.

EHRA affiliated members do not have voting rights at the ESC and EHRA General Assemblies.

EHRA affiliated members are not eligible for EHRA Board positions.

EHRA affiliated members do not become ESC members automatically.

#### **C. Members from the rest of the world**

Any scientist, health professional involved in the above described fields from a non-ESC member or non-ESC affiliated country, that supports the EHRA mission and objectives, may become a member.

This category of members is offered specific benefits defined by the EHRA Board. Members from the rest of the world do not have voting rights at the ESC and EHRA General Assemblies. They are not eligible for EHRA Board positions and do not become ESC members automatically.

#### **D. 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 EHRA.

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

#### **ARTICLE 4 – RESIGNATION – EXPULSION – DEATH**

EHRA individual members or Fellows may resign by sending their resignation to the EHRA President and Secretary of the Board. Their membership will then be terminated immediately.

In case of resignation or death of a voting EHRA Board member, an extra-ordinary election can be organized 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 balance of the two year mandate.

Should an EHRA 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 EHRA Executive Board.

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

A member or Fellow of the EHRA may be expelled from EHRA and ESC for any justified grievance addressed to the President or Secretary. The request for expulsion must be communicated to the Board, who may then take an immediate decision by written vote possibly conducted electronically and coordinated by the EHRA Secretary. Such decision must be taken by 2/3 of the voting members of the EHRA Board.

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

In the event of death of an individual EHRA member or Fellow, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the EHRA or the ESC.

As a general rule, applied to all EHRA Board members, Co-chairs, members or other persons involved in task forces and committees; one may be invited to step down This decision should be:

- Based on defined criteria:
  - less than fifty percent (50%) meeting attendance, lack of compliance with timelines.
  - Professional or scientific misconduct
- 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 EHRA include:

- Membership dues paid directly to the EHRA from individual members, group registrations, 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 EHRA and ESC reside.
- Donations and sponsorships in compliance with current regulations.
- Generally any other authorized source of income

The EHRA Board has authority to seek financial support linked to the conduct of the Association activities when in relation with industry sponsorships in the above described fields.

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

#### **ARTICLE 6 – INTERNAL GOVERNANCE (Board, Executive Committee...)**

The administration of the EHRA is conducted at three levels, with defined composition and authority as defined below:

A. Executive Board

B. Governing Board

C. Full Board

**A. Executive Board**

All members of the Executive Board are elected by the EHRA members every two years and hold the voting rights. All elected members must be Fellows of the ESC and of the EHRA. They constitute:

- President
- President-Elect
- Immediate Past-President
- Secretary
- Treasurer
- In attendance the ESC Chief Executive Officer without voting rights/ ex-officio member

The Executive Board meets at regular intervals (at least once per month) per telephone or video conference, or face to face meetings.

**B. Governing Board**

The Governing Board is composed by the members of the Executive Board, plus:

- Editor-in-Chief of the EHRA official journal. The Editors of the official Society Journals are contracted on an individual basis for a specified term.
- Department Chairs, proposed by the President to run the Advocacy, Education, Congress, Membership and Research Pillars. These members are appointed for a 2 year-term, which may be extended once for the same position.

- Representatives of other societies/ESC Constituent Bodies that are nominated by their respective body. These members are appointed for a 2 year-term. Nomination of these members is at the discretion of their societies/constituent bodies

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

The Governing Board meets at least twice a year in person. The President can elect to convene the Governing Board additionally per teleconference or video conference.

### C. Full Board

The Full Board is composed by the members of the Governing Board plus:

- Sui generis members and consultants who are proposed by the President. They at least constitute the Committee Chairs and Coordinators.  
These members are appointed for a 2 year-term, which may be extended once for the same position.

The EHRA committees are created to establish a dedicated group with specific functions to support the Association's strategy. Coordinators have the same role without committee members.

Both Committees and Coordinators are in charge of the implementation of the strategic plan by developing and measuring results of specific activities.

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

The Full Board meets at least once per year in person. The President can elect to convene the Full Board additionally per teleconference or video conference.

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

- D. The EHRA membership holding voting rights shall elect each Executive Board member in accordance with the EHRA approved procedures
  1. Executive 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 one of the annual General Assembly of the period.
  3. There can be no re-election to the same position.
  4. Candidates for the position of President-Elect must be currently serving or have served in the preceding Boards as voting members, Committee Chairs, Committee Co Chairs, Department Chairs or Coordinators of the Board. The elected candidate will automatically become President two years later.
  5. Candidates for the positions of Secretary and Treasurer must have served on the previous or current Boards or as previous Committee Chairs, Co-chairs, Department Chairs, or Coordinators
  6. The President will automatically become immediate Past President at the end of his/her two year mandate.
  7. The duties of all Full Board members are executed on a voluntary basis. All Full Board members will be entitled to reimbursement of expenses incurred while exercising their duties upon presentation of

supporting original documents.

- E. In the event of the death, sick leave for more than 10 weeks, or resignation (whether for personal or professional reasons) of any member of the Board, he or she will be replaced as follows:
- If it concerns the President: he/she will be succeeded for the remainder of the appropriate two-year mandate by the President-Elect on an acting basis.
  - If it concerns the Secretary or Treasurer, an extra-ordinary election can be organized at any time of the year. The new Secretary or Treasurer will start his or her mandate immediately although the term length will need to match the balance of the two year mandate
  - If it concerns the immediate Past-President, the Board may, at its own discretion, appoint any previous Executive Board member for the remainder 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 or for a vote (online or on site) following, to the extent possible, the procedures laid down in this Constitution and Executive 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 Executive Board members, or to any previous Executive Board member. This previous Executive Board member will have no voting rights.
  - If it concerns Governing Board members, the Executive Board may appoint any qualified person for the balance of the two-year mandate.

## **ARTICLE 7 – ROLES AND RESPONSIBILITIES**

### **A. Roles and responsibilities of the Boards**

#### **1. ESC Board**

The ESC President is the only person recognised by French law to have the ultimate power to act on behalf of the EHRA.

However, EHRA is free to manage its finances in accordance to EHRA's approved budget provided that a minimum reserve is maintained to ensure financial stability.

The EHRA Board informs the ESC Board about its procedures on regular basis.

#### **2. EHRA Executive Board**

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

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

- Liaise in an open and transparent way with the ESC Board, ESC Staff, EHRA Committee Chairs, Co-chairs, Coordinators, Department Chairs
- Define the general policy and strategic direction of the EHRA about which it reports to the EHRA General Assembly and ESC Board
- Ensure that the EHRA governed by its constitution remains in line with the ESC Statutes and By-Laws
- Approve the projects presented by the EHRA President 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 EHRA
- Discuss with the EHH staff on operational plans, operations, organisation on a regular basis.

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

### 3. EHRA Governing board and full board

Responsibilities of the Governing board and full board include but are not necessarily limited to the following:

- To carry out the specific tasks delegated to them by the EHRA President in order to achieve implementation of the EHRA strategic plan
- To attend all EHRA meetings & conf calls they are invited to
- To participate in all Board discussions and decisions with word
- To work actively to reach the EHRA Board objectives and ensure delivery of the assigned tasks.

Board members may or may not take specific responsibilities within the Board such as leading one of the EHRA Department (or Pillar) Committees or Study Groups, according to the EHRA needs and their level of expertise, interest, ...

The job descriptions of all the EHRA full Board members (except the ones of the Executive Board members included in the constitution) are published on the EHRA section of the ESC website and are updated on an annual basis.



### **i. Roles and responsibilities of the EHRA President**

Together with the Board, the President will be responsible for the design of his/her 2 year terms under the consideration of long term strategy and submit it to the Executive Board for approval/consultation.

The President will ensure the smooth running of the EHRA which he/she shall represent before a court of law and in all administrative procedures with the exception of any specific delegation.

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

- Be a member of a National Cardiac Society or belong to one of the ESC Constituent Bodies, and be a Fellow of the ESC and EHRA.
- 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 EHRA Board and Executive Committee and EHRA Ordinary and Extraordinary General Assemblies.
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EHRA business and affairs
- Oversee the allocation of resources between ESC internal constituent bodies according to the ESC and Associations approved governance rules together with the treasurer
- Cooperate with the ESC Chief Executive Officer and Chief Finance Officer, in preparing 3-year business plans, reviewing budgetary and financial issues of the EHRA
- Act in the name and on behalf of the EHRA Board and the ESC, and in particular:
  - Ensuring the carrying out of the decisions of the ESC Board and the proper conduct of the EHRA business.
  - Representing the EHRA with respect to all civil matters and holding full authority to commit the EHRA without prejudice for the powers expressly held by the Board
  - Finalising the agenda for the EHRA Board, Governing and Executive Board meetings and General Assemblies.

The President may delegate part of his authority and signature. The President is a member of any meeting of the EHRA by right.

Ad hoc invitation of individuals to attend the entire Board meeting or part of it is at discretion of the President.

### **ii. Roles and responsibilities of the EHRA President Elect**

The President Elect will automatically assume the office as President of the EHRA after the president's mandate and acts on behalf of the President when needed.

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

- Interact openly and transparently with the ESC Board

- Act as representative or spokesperson of the EHRA
- Ascertain in partnership with the EHRA President that the Board focuses on strategic planning and policy development
- Perform the duties of the EHRA President in absence or incapacity including completing the Presidential term in the event of a vacancy
- Manage assignments given by the President or the EHRA Board
- Make recommendations on work processes and volunteers' assignments
- Ascertain, together with the EHRA Executive Board continuity in EHRA leadership
- Within 2 months before taking office as President, consider and prepare Board appointed Committees for its Presidency including renewal of Chairpersons and members as needed

### **iii. Roles and responsibilities of the EHRA immediate Past President**

The immediate Past Presidency automatically follows the term as President without further voting. The Past-President is 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 EHRA includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the EHRA
- Provide insights on the EHRA history and guidance to the EHRA President and Board
- Act as Chairperson of the new Nominating Committee for the EHRA
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EHRA business and affairs
- Ascertain in partnership with the President that EHRA Board focuses on strategic planning and policy development
- Manage assignments given by the President or the EHRA Board and ensure continuity in the activities of the EHRA

### **iv. Roles and responsibilities of the EHRA Secretary**

- Act as representative or spokesperson of the EHRA
- Ascertain in partnership with the sub-specialty Association President that the EHRA Board focuses on strategic planning and policy development
- Provide guidance to the EHRA President and Board on statutory and organisational matters
- Manage assignments given by the President or the EHRA Board and ensure continuity in the activities of the EHRA

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Improving the quality of life and reducing sudden cardiac death by limiting the impact of heart rhythm disturbances

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Website: [www.escardio.org/EHRA](http://www.escardio.org/EHRA) e-mail : [EHRA@escardio.org](mailto:EHRA@escardio.org)

- Supervise and keep records of the EHRA Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff
- Make recommendations on work processes and volunteers' assignments

**v. Roles and responsibilities of the EHRA Treasurer**

- Act as representative or spokesperson of the EHRA
- Ascertain in partnership with the sub-specialty Association President that the EHRA Board focuses on strategic planning and policy development
- Together with the President supervise finances and unbudgeted expenses
- Participate in fundraising activities and ensures full transparency of all transactions and compliance with current regulations
- Report on financial matters to the EHRA General Assembly
- Ensure full transparency between the Association and the Finance Department at the European Heart House concerning the Association's cumulated results and all transactions thereon, including grants and donations to the ESC concerning arrhythmias and pacing

The Accounting period begins on 1 April and ends on 31 March of the following year, corresponding to the ESC financial year.

**B. Roles and responsibilities of the EHRA Nominating Committee**

The Nominating Committee will:

- Identify and nominate to the EHRA membership, for its vote, candidates for the positions of President Elect, Secretary and Treasurer and for the next Nominating Committee
- Ensure a balance of candidates from all regions within the European Society of Cardiology member countries according to pre-defined criteria
- Submit at least one candidates per vacant position

The Nominating Committee consists of 6 members:

- The immediate Past President (Chair, non-voting)
- Five voting members selected among the EHRA membership (members of the Board cannot be voting members of the Nominating committee)
- The term of office of the Nominating Committee is 2 years non-renewable.
- Members of the EHRA Nominating Committee will only be eligible as candidates for election/or selection to the Board after a period of four years following expiry of their term of office as a member of the Nominating Committee

Decisions within the EHRA 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.

The Editor in Chief of the EHRA official journal is appointed by the Board in a selection process that must include at least two candidates. Term of office for the appointed position of Editor in Chief of the EHRA official journal is 4 years with reviews every two years up to a maximum of 10 years.

### **C. Roles and responsibilities of the European Heart House (EHH) Executive Officers**

#### **i. Chief Executive Officer (CEO)**

A Chief Executive Officer (CEO) is appointed by the ESC Board and grants him/her such delegation, powers and authority as necessary to enable the business, financial, legal and daily management of the EHRA and its staff, to be conducted in a smooth, ethical and professional way in accordance with the ESC and EHRA strategy.

The CEO main duties are to:

- Implement the strategy of the ESC's conduct and development
- Define and implement an optimized efficient structure
- Present the implemented strategy and the budgets to the Board
- Coordinate the ESC's actions at all levels, in particular of all the management departments (human resources, finance, insurance, etc...)
- Implement the budgets allocated to him/her
- Federate the Teams around predefined projects
- Manage labor relations in the company, in collaboration with the Human Resources Director

The CEO appoints EHH staff, but for important decisions, the Presidential trio is included out of courtesy and decision needs to be ratified by the Management Group of the ESC Board.

### **ARTICLE 8 – GENERAL ASSEMBLIES**

The Ordinary General Assembly shall meet each year, preferably at the annual Congress of the EHRA.

#### **A. Attendance**

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

#### **B. Notification to attend**

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

### **C. Agenda**

The agenda will be drawn up by the President and circulated to EHRA 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 if relevant.

Any EHRA 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.

The resolutions of the GA will be recorded in minutes signed by the President and Secretary of the meeting and kept in a register.

### **D. Assembly bureau**

- i. The President of EHRA 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, they may be conducted by a member of the 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 in her/his absence.
- ii. The General Assembly is responsible for:
  - Approving the budget
  - Approving modifications of the Constitution.
  - Approving the annual reports

On the request of the President or on request of at least 20% of the members an Extraordinary General Assembly can take place.

### iii. Majority

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.

## **ARTICLE 9 – PROCEDURES FOR ELECTIONS OF BOARD, NOMINATING COMMITTEE...**

### **Procedure for Elections**

- a. Proposal of names for candidates for election to the Board can be submitted by any member to the Nominating Committee. Elections will be organized under the responsibility of the Nominating Committee. Such elections may be conducted either by postal ballot or electronically.

- b. Candidates selected by the Nominating Committee for President Elect must have been members of EHRA for (at least) the last 2 years and must have either served in the EHRA Governing board, Executive Committee or as Chairperson, Co-Chair, Department Chair or Coordinator in one of EHRA Committees at least once.
- c. Candidates for the positions of Secretary and Treasurer must have served on the previous or current Boards or as previous Committee Chair, Co Chair, Department Chair or Coordinator
- d. Only members who have paid their membership dues are eligible to vote. The members voting in any election must have been EHRA members for at least 1month before the candidates selection is made public by the EHRA Nominating Committee Chair.
- e. Except for those applying for the position of President-Elect, candidates cannot stand for election for more than 3 consecutive elections.
- f. Voting will be by secret ballot (on paper or online) and administrated by the European Heart House Staff supervised by the EHRA 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.
- g. If he/she is not elected by a majority of votes, his/her candidature will fail and the EHRA Nominating Committee must reconsider the candidature and make a new proposal to the members within three months. An electronic vote will follow. The EHRA Nominating Committee will again supervise said vote.
- h. Voting rights are granted according to the membership category. EHRA Members from ESC affiliated countries have no voting rights.

#### **ARTICLE 10 – RULE FOR MERGE/INTEGRATION WITH OTHER ESC CONSTITUENT BODIES**

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 (4 years).

#### **ARTICLE 11 – CHANGES OF THE CONSTITUTION**

Proposals for changes in the constitution of EHRA can come from:

- The Board (after being approved by 2/3 of the Executive Board or
- Members, supported by a minimum number of 20% of EHRA voting members

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

- a. The members supporting the proposal must certify in writing to the Secretary/Treasurer of the EHRA 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.

- b. The procedures for formulating a validated proposal must be received by the Secretary/Treasurer of the EHRA at least four (4) months prior to the General Assembly. The Secretary/Treasurer of the EHRA is responsible for determining that consistent wording and correct procedures have been followed and time frames respected, informing the Board of the EHRA and placing the validated proposal on the Agenda of the EHRA General Assembly.
- c. Proposed changes must be circulated to all members at least 2 months before the EHRA General Assembly.
- d. The EHRA 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 EHRA General Assembly.
- e. Proposed changes will be voted at the General Assembly. Proposed changes can be voted either electronically ahead of the General Assembly or during the event (in person - on site). Results of the vote will be announced in any case during the General Assembly for formal validation.

#### **ARTICLE 12 – RESPONSIBILITY OF EHRA MEMBERS AND BOARD MEMBERS**

Only the assets of the EHRA may be secured against agreements entered into in its name. Neither EHRA members nor Board members may be held personally responsible for said agreements, subject to any application of the provisions of the Law.

#### **ARTICLE 13 – DISSOLUTION - LIQUIDATION**

The dissolution of the EHRA 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. . This voting needs to be performed on site in writing.

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