



# European Association of Percutaneous Cardiovascular Interventions

*a Registered Branch of the European Society of Cardiology*



## European Association of Percutaneous Cardiovascular Interventions (EAPCI)

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### CONSTITUTION

*Approved by EAPCI General Assembly on 28 August 2016  
Mission revised at the EAPCI General Assembly at EuroPCR 2017*

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

##### **A. Form - Duration**

- The European Association of Percutaneous Cardiovascular Interventions (EAPCI) is a registered 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 1<sup>st</sup> July 1901 and was registered at the Sous-Prefecture at Grasse on 08 April 1992 – n°1/100006 – O.J. n°18 – 29 April 1992.
- The European Association of Percutaneous Cardiovascular Interventions (EAPCI) was formed at the ESC General Assembly in Barcelona on 5 September 2006 for an unlimited duration, after dissolution of the ESC Working Group 10.
- The internal organization of the EAPCI Association is regulated by the present Constitution approved by the ESC Board and related policies or by-laws approved by the EAPCI Association Board. The President of the EAPCI Association 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 or/and EAPCI.
- Subject to the approval by the Ordinary General Assembly, the EAPCI Association 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 Association of Percutaneous Cardiovascular Interventions, abbreviated to EAPCI.

##### **C. Registered office**

The European Association of Percutaneous Cardiovascular Interventions 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 EAPCI Association 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. In its sub-specialty area of interventional cardiology, the European Association of Percutaneous Cardiovascular Interventions is committed to “reduce the burden of cardiovascular disease in Europe through percutaneous cardiovascular interventions”.
- EAPCI takes responsibility for education and training of cardiologists and other professionals involved in interventional cardiology in the ESC member countries, and for the development of standards for their training, continuous education and professional conduct. In addition, the EAPCI Association promotes education, training and standards throughout the world.
- The EAPCI Association wishes to improve the scientific understanding of interventional cardiology through promotion of research in this field.
- The EAPCI Association 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 interventional cardiology 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 EAPCI Association may organise the collection, analysis, processing and communication of medical or scientific information obtained from a wide range of physicians, scientists or institutions of interventional cardiology.
- The EAPCI Association may collect, edit and publish journals, articles or information whether in printed or electronic form on any medical or scientific nature related to interventional cardiology.
- The EAPCI Association may award scholarships, awards or grants for education, training or research in its area of interest.

The objectives of the Association are:

- 1. To actively participate in the scientific programme, content and strategy of EuroPCR, the official annual meeting of the Association that is dedicated to education and updates on research in the field. EuroPCR is produced by Europa Organisation.*
- 2. To actively promote the adoption of a European core curriculum and syllabus, training and fellowship programme, in close collaboration with national interventional working groups or societies.*
- 3. To foster the communication network and close collaboration between national interventional working groups and scientific societies, as well as other international organisations in the field of percutaneous cardiovascular interventions.*
- 4. To actively participate in the strategy, development, scientific content, promotion and dissemination of the official journal of the Association, namely EuroIntervention Journal, dedicated to the presentation of research and education in the field of percutaneous cardiovascular interventions.*
- 5. To actively contribute and participate in the committees and related activities of the ESC and provide advice to the Board of the ESC on matters related to revascularisation and percutaneous interventions.*
- 6. To promote research in the field of percutaneous cardiovascular interventions in Europe and abroad.*
- 7. To establish a network and close collaboration with industry partners based on a clearly defined code of conduct, with the aim of sharing strengths and tools in the field of education and research.*

## **ARTICLE 3 – MEMBERS & FELLOWS**

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

- The European Association of Percutaneous Cardiovascular Interventions membership is subscribed on an individual and direct basis. It is open to interventional cardiologists active in one of the ESC member countries who are members of a European National Scientific Society or Interventional Working Group and to nurses, radiographers, cardiovascular technicians and other health care professionals involved in the field of interventional cardiology, that supports the EAPCI mission and objectives.
- Only EAPCI members of the ESC Member countries can have voting rights at the EAPCI General Assembly or within the Association.
- A member is considered eligible for voting after three (3) months of membership.
- Only EAPCI members holding voting rights may stand for EAPCI Board positions.

- EAPCI membership is based on the civil year and is valid from 1st January to 31st December.
- EAPCI members are entitled to specific benefits and become automatically ESC members.
- Application for membership are made online via the dedicated form along with payment (when applicable) on the EAPCI website.
- EAPCI has no membership fee to date, but this may be deliberated by the Board for vote by the General Assembly. EAPCI membership categories and fees are defined by the Board and subject to adjustment after majority agreement by 2/3 of the Board members.

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

- EAPCI 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 interventional cardiology that supports the EAPCI mission and objectives.
- EAPCI affiliated members are offered specific benefits defined by the EAPCI Board.
- EAPCI affiliated members do not have voting rights at the ESC and EAPCI General Assemblies.
- EAPCI affiliated members are not eligible for EAPCI Board positions.
- EAPCI affiliated members do not become ESC members.

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

- Any scientist, health professional involved in the field of interventional cardiovascular medicine from a non-ESC member or non-ESC affiliated country, that supports the EAPCI mission and objectives, may become a member.
- This category of members is offered specific benefits defined by the EAPCI Board
- Members from the rest of the world do not have voting rights at the ESC and EAPCI General Assemblies. They are not eligible for EAPCI 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 the EAPCI (when applicable).
- The procedures for application and election of ESC Fellows are decided upon by the ESC Board. The procedures for application and election of EAPCI Fellows and are decided upon by the EAPCI Board.

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

- EAPCI individual members or Fellows may resign by sending their resignation to the EAPCI President and Secretary of the Board. Their membership will then be terminated at the end of the current calendar year.
- EAPCI individual members who resign from their EAPCI membership also terminate their membership of the ESC at the end of the current calendar year.
- In case of resignation or death of a voting EAPCI 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 one in progress (from year N to year N+2).
- Should an EAPCI Board member wish to hold an executive position concurrently (President, President-Elect, Secretary, Treasurer) in a National Cardiac Society or in the ESC, he or she will need to inform the EAPCI Board.
- When applicable, the lack of payment of the annual membership fee may lead to exclusion from the EAPCI membership.
- A member or Fellow of the EAPCI may be expelled from the EAPCI and ESC for any justified grievance addressed to the President or Secretary. The request for expulsion must be 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 EAPCI Board.
- The EAPCI Board may recommend to the General Assembly removal of a member from the Association membership list for activities which may bring the EAPCI into disrepute.
- In the event of death of an individual EAPCI member or Fellow, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of neither the EAPCI nor the ESC.

## **ARTICLE 5 - RESOURCES**

- The sources of revenue for the EAPCI include:
  - Membership dues paid directly to the EACPI 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 EAPCI and ESC reside
  - Donations, sponsorships and grants in compliance with current regulations
  - Generally any other authorized source of income

- The EAPCI 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 EAPCI members, but re-invested into the Association. Scholarships, awards or grants may be awarded for education, training or research in the interventional cardiology area of interest.

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

A. The administration of the EAPCI is conducted by a full Board composed of an Executive Committee, Board members and ex-officio Members:

### **Executive Committee (voting)**

- President\*
- President Elect\*
- Immediate Past President\*
- Secretary\*
- Treasurer\*
- Two representatives of EuroPCR, nominated by the EuroPCR Board of Directors

### **Board Members (voting)**

- The Editor in Chief of the EuroIntervention Journal
- Committees Chairs nominated by the EAPCI Board

If absent, presence and vote of the Committee Chair is delegated to the Committee co-Chair.

### **Ex-officio Members (non-voting)**

- Other co-opted members invited by the Board
- CEO of Europa
- CEO of the ESC and by delegation the ESC Specialty Centre Director
- EAPCI Head of Department

*\* These officers are elected by all EAPCI members holding voting rights.*

All elected members must be Fellows of the ESC or of the EAPCI when applicable.

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

B. The EAPCI membership holding voting rights shall elect the President-Elect, Secretary, and Treasurer in accordance with the EAPCI 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. 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 immediately preceding Board. The elected candidate will automatically become President two years later.
5. Candidates for the positions of Secretary and Treasurer must be currently serving or have served in any of the preceding Boards.
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.
8. Candidates to EAPCI Executive Committee positions who have not been elected are not eligible to stand for elections for the 4 subsequent years.

C. Non-voting members are appointed by the Board for a 2 year-term, which may be extended once at the same position.

- A second mandate of two years may be granted in exceptional circumstances (completion of a specific task or project). Conversely, clear evidence of disinterest, or lack of productivity in pursuing the task assigned may be cause for a formal request of early resignation by the Executive Committee, ratified by the Board. It is expected that renewal of the Board will include up to half of the members, with the minimum of one third every two years.
- The maximum term of service as Chair or member of the same committee should be four years.
- Regular ordinary Board meetings will be held during the year, preferably coinciding with major meetings (eg. EuroPCR, the ESC Annual Congress) but additional extraordinary meetings may be organized when required. During EuroPCR and the ESC Annual Congress, meetings with the Presidents of the national working groups may be organized.
- Previous elected members of the Board can re-apply for a position on the Board four years after their initial term (except for Secretary and Treasurer which can apply for President-Elect).
- The President may not stand again for any elected position within the Association.
- The President, President-Elect, Treasurer and Secretary should not hold an executive position concurrently (President, Vice-President, President-Elect) in a National Society or in the European Society of Cardiology with the exception of the ex-officio voting position within the ESC Board (President).

- The term of office for the representatives of the EuroPCR Board of Directors is defined in the statutes of EuroPCR.
- The term of office for the Editor in Chief of the EuroIntervention Journal is 6 years (with possibility for extension for another 2 year period).

D. In the event of the death or the 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 Fellow of the ESC to fill such position for the balance of the two-year mandate. The latter Fellow 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 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.
- The official announcement of the newly constituted EAPCI Board will take place at the EAPCI General Assembly during the EuroPCR course. A transitional Board meeting involving incoming and outgoing Board members will take place by the end of June of the same year.

E. Early resignation

- The EAPCI President, President-Elect and Past-President may invite Board members to resign prior to the end of his/her mandate if they remain inactive and do not participate in the Board meetings and activities.
- Committee chairpersons may invite committee members to step down, if they remain inactive and do not participate in the committee activities.



## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

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

#### 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 EAPCI Association.

The ESC Board approves the EAPCI Board procedures, as drafted by the EAPCI Executive Committee and approved by the EAPCI General Assembly each year.

#### 2. EAPCI Board

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

The role of the EAPCI 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 EAPCI, about which it reports to the EAPCI General Assembly and ESC Board
- Ensure that the EAPCI governed by its constitution remains in line with the ESC Statutes and By-Laws
- Approve the projects presented by the EAPCI Executive Committee, 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 EAPCI.

The quorum for the Board is 50% + 1 vote of the EAPCI Board voting members.

In the event of an emergency, the EAPCI 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. In such a case, powers are conferred to the President or the Secretary to implement the decision made.

### **B. Roles and responsibilities of the Executive Committee**

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

- To discuss with the EHH management on business and operational plans, operations, organisation and Human Resources matters, major projects and actual results and to report to the EAPCI Board on a regular basis
- To discuss and report to the EAPCI 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 EAPCI Head of Department and Director of the Specialty Centre the budget for approval
- To maintain the risk register and to consider insurance matters jointly with the EHH management
- To review policy for the financial business of the EAPCI
- Day-to-day management of the EAPCI affairs between Board meetings
- Liaison with ESC Staff in the Association Office
- Liaison with ESC Board, Committees and Constituent Bodies
- Dissemination of minutes of the Executive Committee meetings (frequency as is deemed to be necessary in the EAPCI's interest) or organization conference calls with distribution to all Board members
- Strategic proposals, subject to final decision by the full Board.

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

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

The President will be responsible for executing the decisions of the Board and ensuring the smooth running of the EAPCI 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 EAPCI includes but is not necessarily limited to the following:

- Interact openly and transparently with the ESC Board
- Be a member of a National Cardiac Society or belong to one of the Constituent Bodies of the ESC, and be a Fellow of the ESC or/and EAPCI.
- 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 EAPCI Board and Executive Committee and EAPCI Ordinary and Extraordinary General Assemblies.
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EAPCI business and affairs
- Act in the name and on behalf of the EAPCI Board and the ESC, and in particular:
- Carrying out the decisions of the ESC Board and responsibility for the proper conduct of the EAPCI business
- Representing the EAPCI with respect to all civil matters and holding full authority to commit the EAPCI without prejudice for the powers expressly held by the Board
- Finalising the agenda for the EAPCI Board 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 EAPCI by right.

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

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

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

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

## **iii. 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 EAPCI includes but is not necessarily limited to the following:

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

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

- Act as representative or spokesperson of the EAPCI
- Ascertain in partnership with the sub-specialty Association President that the EAPCI Board focuses on strategic planning and policy development
- Provide guidance to the EAPCI President and Board on statutory and organisational matters

- Manage assignments given by the President or the EAPCI Board and ensure continuity in the activities of the EAPCI
- Supervise and keep records of the EAPCI 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 Treasurer**

- Act as representative or spokesperson of the EAPCI
- Ascertain in partnership with the sub-specialty Association President that the EAPCI Board focuses on strategic planning and policy development
- Supervise finances and provide guidance to the EAPCI 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, Chief Finance Officer, Specialty Centre Director and Association Head of Department (HOD) in preparing 3-year business plans, reviewing budgetary and financial issues of the EAPCI
- Report on financial matters to the EAPCI General Assembly.

**C. Roles and responsibilities of the Nominating Committee**

The immediate Past President of the EAPCI Association will chair the Nominating Committee.

The role of the Nominating Committee consists of:

- Evaluating and proposing candidates for EAPCI Board elections for the positions of 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
- Submit at least two candidates per vacant position

Members of the Nominating Committee are not eligible as candidates for election to either the EAPCI Board, or to a future EAPCI Nominating Committee. Once the members' mandate within the Nominating Committee is over, eligibility is gained again after 4 years.

The Committee should propose candidates for the new Nominating Committee. Candidates standing for the available EAPCI Board positions must be endorsed by their own National Cardiac Society and/or the national working group on interventional cardiology.

Decisions within the EAPCI 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.

This Committee will consist of 7 members:

- The immediate Past President (Chair, non voting)
- Six elected senior members

The term of office of the Nominating Committee will be 2 years non-renewable.

#### **D. 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 ESC and EAPCI and its staff, to be conducted in a smooth, ethical and professional way in accordance with the ESC and EAPCI strategy.

The Director of the Specialty Centre is granted delegation from the ESC Chief Executive Officer in his/her absence.

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.

##### **ii. Director Specialty Centre**

The ESC Specialty Centre Director reports directly to the ESC Chief Executive Officer. His/her responsibilities include:

- Execute the strategy and policies defined by the ESC Board
- Is part of the European Heart House Management Team (CODIR)
- Contribute to the implementation of the ESC business model and development as well as to the decisions made collectively at the EHH Management level
- Represent the ESC Specialty Centre on the different sub-specialty Boards (Associations, WGs & Councils) and intervenes as consultant and referent by delegation from the ESC Chief Executive Officer
- Recruit, lead and manage the ESC Specialty Centre Team according to the ESC management best practice

- Establish and manage the ESC Specialty Centre budget according to the annual budget guidelines and approved by the ESC Chief Executive Officer
- Oversee coherence in the conduct of operations across Associations, Working Groups and Councils and control implementation: contracts, procedures, dashboards...
- Ensure that the internal governance of the ESC sub-specialty bodies is conducted in respect to the ESC statutes.

### **iii. Association Head of Department**

A European Heart House Executive Officer (Association Head of Department) is appointed by the Specialty Centre Director with CEO and EAPCI President's prior approval to conduct operations for the EAPCI.

The Association Head of Department directly reports to the ESC Specialty Centre Director. His/her responsibilities include:

- Association Team management:
  - Shares the Association strategy and values
  - Manages Association dedicated Team: organizes, delegates and controls, manages conflict
- Association operational management:
  - Strategy implementation: drafts Association annual business plan in collaboration with the EAPCI Board; proposes organization and adequate resources (financial, human, material and timelines); manages prioritised and validated projects by EAPCI Board and EHH Management.
  - Activity record tracking : defines and updates key performance indicators to enable efficient management of the Association ; measures and analyses gaps ; proposes or decides upon corrective actions and implements them
  - Association budget building and management in respect to the ESC annual budget guidelines and procedure
  - Manages internal and external communications of the EAPCI
  - Mutualises resources with the other ESC Associations whenever possible and encourage cross-collaboration between the various ESC sub-specialty bodies.

### **iv. Association Project Manager**

- Act as back-up of Association Head of Department in absence
- Manage the administrative support of the Association
- Punctually participate to projects completion by implementing actions requested by the Association Head of Department
- Participate to main events of the Association and assist the Association Head of Department in administrative management
- Participate in internal and external communication.

**v. Association Project Officer**

- Manage administrative support of dedicated Association Committees (meetings, minutes, budget...)
- Participate at main ESC and Association events (congresses, internal & external meetings)
- Ensure that the different procedures and policies are implemented for the good operational run of the dedicated Committee
- Contribute to the Association internal and external promotion

**ARTICLE 8 – GENERAL ASSEMBLIES**

**a. Attendance**

General Assemblies are attended by the current EAPCI Board and the members from the EAPCI. Votes must be cast in person and cannot be transferred through other persons.

**b. Notification to attend**

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

**c. Agenda**

- The agenda will be drawn up by the Board and circulated to EAPCI 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 EAPCI member may submit in writing to the Secretary 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.

**d. Assembly bureau**

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

**e. General Assembly**

The Ordinary General Assembly shall meet each year, preferably at the annual Congress of the EAPCI. Additional General Assemblies shall be convened by the EAPCI 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 signed by the President and Secretary of the meeting and kept in a register.

- Quorum & Majority

Decisions of the General Assembly will be made by a simple majority of votes cast by the voting members attending. 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 EAPCI 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 EAPCI Board, and provide for the replacement of members of the current Board.

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

- a. The Executive Committee, chaired by the EAPCI 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.
- b. Such elections may be conducted electronically and results are to be shared with the EAPCI Executive Committee at the earliest possible way
- c. Voting will be conducted under the responsibility of the EAPCI Nominating Committee in accordance with EAPCI Board approved rules and procedures which will be communicated in writing to all EAPCI members at least three (3) months ahead of the annual General Assembly.
- d. Nomination for EAPCI Board elections will be invited from all members proposed by the EAPCI Nominating Committee.
- e. 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 EAPCI members for at least 6 months before the candidates selection is made public by the EAPCI Nominating Committee Chair.
- f. Except for those applying for the position of President-Elect, candidates cannot stand for election for more than 3 consecutive elections. Secretary and Treasurer 2 years , then 2 years President-Elect, then President



- g. Voting will be by secret ballot and administrated by the European Heart House Staff supervised by the EAPCI Nominating Committee Chair.
- h. 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 50% + 1 vote 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 EAPCI Nominating Committee must reconsider the candidature and make a new proposal to the members within three months. An electronic vote will follow. The EAPCI Nominating Committee will again supervise said vote.
- i. Voting rights are granted according to the membership category. Only interventional cardiologists who are EAPCI members from ESC member countries are eligible to vote.

## **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**

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

- a. Upon recommendation of the EAPCI Board or
- b. Via a validated proposal supported by members

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

- a. The number of members supporting the proposal must represent at least fifty per cent plus one (51%) of the total number of EAPCI members.
- b. The members supporting the proposal must certify in writing to the Secretary/Treasurer of the EAPCI 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.
- c. The procedures for formulating a validated proposal must be received by the Secretary/Treasurer of the EAPCI at least eight (8) weeks prior to the General Assembly. The Secretary/Treasurer of the EAPCI is responsible for determining that consistent wording and correct procedures have been followed and time frames respected, informing the Board of the EAPCI and placing the validated proposal on the Agenda of the EAPCI General Assembly.
- d. The EAPCI 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 EAPCI General Assembly.

- e. Proposed changes will be voted at the General Assembly. A quorum of 30 voting members is required to validate a meeting as a General Assembly. If the above condition is not met, an electronic vote will be organised.

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

- The Board (after being approved by 2/3 of the voting members) or
- Members, supported by a minimum number of 50 EAPCI voting members.

Proposals coming from a group of at least 50 members should be submitted in writing to the Secretary of the EAPCI at least 4 weeks prior to the General Assembly.

Proposed changes must be circulated to all members at least 4 weeks before the General Assembly.

The Board shall have the right to comment in writing on any validated proposal and may circulate such commentaries together with the proposed wording to all members prior to the General Assembly.

The proposals will be voted in the General Assembly and should be approved by 50% + 1 vote of attending voting membership, in order to be endorsed.

## **ARTICLE 12 – ACCOUNTING PERIOD AND PROCESS**

The accounting period shall start on the first (1<sup>st</sup>) of April and end on the thirty first (31<sup>st</sup>) of March of the following year, which corresponds to the ESC financial year.

The EAPCI Treasurer will oversee the Association's funds held by the European Society of Cardiology and will work in collaboration with the Specialty Centre Director, Association Head of Department and the EHH finance department to ensure full transparency for all transactions thereon, including donations, sponsorships and grants to the ESC concerning percutaneous cardiovascular interventions.

## **ARTICLE 13 – RESPONSIBILITY OF EAPCI MEMBERS AND BOARD MEMBERS**

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

## **ARTICLE 14 – DISSOLUTION – LIQUIDATION**

The dissolution of the EAPCI 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.