

## ESPR Constitution

### Art. 1 Name and Location

The name of the society is European Society for Paediatric Research (ESPR), hereinafter referred to as the Society. The legal domicile of the Society is Satigny-Geneva.

### Art. 2 Purpose

The Society is a not-for-profit organisation and aims to promote paediatric research and post-graduate training in Europe. The Society aims to encourage collaboration between the various specialised fields of paediatrics, with the goal of maintaining paediatrics as a unified, scientifically-orientated discipline.

### Art. 3 Active Members

Membership will be open to any professional who supports the aims of the Society and has given at least one scientific contribution (e.g. presentation or poster) to the annual Society meeting.

### Art. 4 Affiliate members of the Society

Members of the United States Society for Paediatric Research (SPR) and of the Asian Society for Pediatric Research may apply for affiliate membership of the European Society for Paediatric Research.

Affiliate members are entitled to receive all the mailings from the ESPR. Affiliate Members have no vote in the business affairs of the ESPR and may not hold office. To cover postal and administrative expenses, Affiliate Members must pay an annual subscription.

### Art. 5 Termination of membership

Membership will cease:

- a) if a member gives written notice of his intention to leave to the President three months before the end of the current year.
- b) if the membership fee is not paid by end of March of the current year, membership will stop. Members who were excluded because of non-payment of their fees will be reinstated after payment.

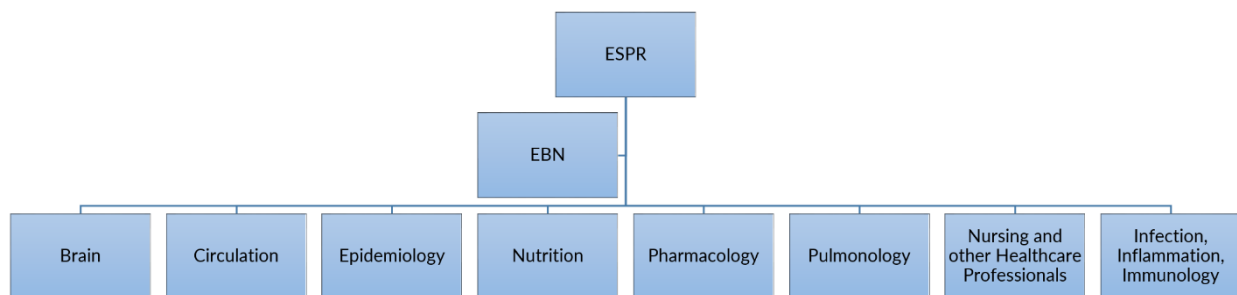
- c) by expulsion if such a proposal is approved by at least three-quarters of the active members present at the annual business meeting. Such a proposal shall only be made if a member has seriously contravened the interests of the Society. The respective member must be informed by the President in writing of his or her expulsion.

#### Art. 6 General

The executive organs of the Society shall be: a) the annual Business Meeting, b) the Council, c) the ESPR Executive Committee, d) the Sections.

#### Art. 7 The Sections

The Society shall have eight Sections and the European Board of Neonatology (EBN):



- a) European Board of Neonatology (EBN) (formerly European Society of Neonatology, ESN)
- b) Section of Brain and Development
- c) Section of Nutrition, Metabolism and Gastroenterology
- d) Section of Circulation, Haematology and Oxygen transport
- e) Section of Epidemiology
- f) Section of Pulmonology
- g) Section of Paediatric and Neonatal Pharmacology
- h) Section of Nursing and other Healthcare Professionals
- i) Section of Infection, Inflammation and Immunology

Each Section and the EBN establish their own Terms of Reference, which shall be approved by the Council. Each Section elects a secretary.

The EBN shall consist of one country representative from each National Neonatal Society or Perinatal/Paediatric Society if no Neonatal Society exists from every UEMS member country.

The EBN shall elect a Chairman, an Officer of Education and Training, an Officer of NOTE, an Officer of Neonatal Databases and an Officer of Accreditation.

The Sections and EBN are responsible inter alia for providing the Council with recommendations for the scientific programme of the annual meeting.

### **Art. 8 The Business Meeting**

- a) The Annual Business Meeting is the highest authority of the Society. It will be called by the Council every year and held during the annual meeting. The Council must give notice of the Annual Business Meeting at least 90 days in advance.
- b) Extraordinary business meetings will be called by the Council at the request of the Council or at least one fifth of the Active Members.
- c) All Members of the Society shall have the right to participate at the Annual Business Meeting, but voting rights are restricted to Active Members. Representation is not possible.
- d) The Council shall decide the agenda for the Annual Business Meeting and shall send it out together with invitations to the meeting. The agenda of the Annual Business Meeting shall contain at least the following items:
  1. Acceptance of the minutes of the previous Annual Business Meeting
  2. Report from the Council concerning the activities of the Society for the previous year. The report shall be put to vote.
  3. Report of the financial status of the Society. The financial report shall be put to vote.
  4. Proposals from the Council
  5. Proposals from Members
  6. Approval of the budget and determination of membership fee for the next year
  7. Election of the President, Vice-President and Treasurer

Written proposals for the agenda, submitted by Members at least 60 days before the Annual Business Meeting, must be included in the agenda. The Council will decide whether proposals received after this deadline will be included in the agenda. The agenda must be circulated to all Members at least two months before the annual business meeting.

- e) The President will take the Chair. If (s)he is unable to do so, a member of the Council, appointed by the Council, may stand in for him or her.
- f) A proposal concerning changes in the constitution or dissolution of the Society shall be approved only if at least three-quarters of the active members present at the annual business meeting vote in favour.

- g) In case of dissolution of the association, all remaining assets will be entirely attributed to a not-for-profit organisation with a mission aimed at interests of the general public, in keeping with the objectives of the ESPR, with tax-exempt status. The assets may in no manner be returned to the founders or members, or be used partially or totally, for their benefit in one way or another.

## **Art. 9 The Council**

The Council of the Society shall consist of:

1. President
2. Vice-President
3. Treasurer
4. Secretaries of the eight Sections
5. Chairman of the EBN
6. Officer of Education and Training
7. Officer of NOTE (observer status only, no voting rights)
8. Officer of Neonatal Databases (observer status only, no voting rights)
9. Officer of Accreditation (observer status only, no voting rights)
10. The Editor-in-Chief or his Associate Editor-in-Chief of 'Pediatric Research'
11. The President-Elect for 12 months prior to taking up the post of President
12. The local organiser of the annual meeting the following year (observer status only, no voting rights)

The President, the Vice-President and the Treasurer are elected for three years and can be re-elected for the same or another function. Membership of the Council cannot exceed six consecutive years or seven years including one year as President-Elect. A member of the Council cannot hold more than one office at the same time.

- a) The President, the President-Elect, the Vice-President and the Treasurer shall be elected at the annual business meeting. The President-Elect shall be elected one year before taking office as President. The Vice-President, the Treasurer and other members of the Council shall be elected the year they take office. Candidates must be proposed to the Council not later than May 1st of the year in which the election takes place. The candidates shall be sponsored by at least two members. The President, the Vice-President and the Treasurer must be active members and of different nationalities. The candidates shall be elected by a simple majority of the votes cast. Only Active Members may vote.
- b) The Council is competent to pass resolutions if there are at least six members present (quorum). Decisions of the Council will be made by simple majority of the votes cast. When the votes are evenly divided, the President will have an additional casting vote. Decisions

by post are allowed, a simple majority of votes being required; the President will have an additional casting vote when such votes are evenly divided.

- c) The Council controls the right of signature of its members. It handles all affairs of the Society except those which are the prerogative of the Annual Business Meeting.

#### **Art. 10 The Executive Committee of the ESPR**

The Executive Committee takes care of the daily management of the society and consists of:

1. President
2. Vice-President
3. Treasurer
4. Chairman of the EBN
5. The President-Elect for 12 months prior to taking up the post of President

#### **Art. 11 Financial affairs**

The Society shall appoint a registered firm of accountants to present the accounts, overseen by the Treasurer of the Society. Accounts will be presented to the Annual Business Meeting by the Treasurer for approval.

#### **Art. 12 Membership fee, liability, property of the Society**

- a) Members shall pay an annual subscription fee at a rate approved by the Annual Business Meeting for the following year.
- b) Membership fees shall fall due at the end of November for the following year.
- c) Members shall have no rights to the property of the Society. Resigning or expelled Members shall have no rights to the capital of the Society.
- d) In the case of the death of a Member, including a resigned or expelled Member, his or her heirs shall have no right to the capital or property of the Society.
- e) Neither membership fees once paid nor other services performed for the Society can be reimbursed.
- f) Financial obligations of the Society are covered exclusively by the property of the Society. Members or the administrative organs of the Society shall assume no personal liability in relation to the finances of the Society.

#### **Art. 13 Annual meeting**

- a) The location of forthcoming meetings will be decided by the Council up to six years in advance based on written offers from members of the Society.

- b) The annual meeting shall include a post-graduate training programme and a scientific programme.
- c) The planning of the post-graduate training programme is the responsibility of the Council. The Council may delegate the planning to a working group.
- d) The post-graduate training programme and the scientific programme shall be approved by the Council. In order to obtain a link between training and research, the Council shall ensure that subjects in the post-graduate training programme will also be covered by the scientific programme. The Council may invite guests on behalf of the Society.
- e) The Council may arrange joined meetings with other scientific or educational societies.
- f) Papers for presentation at the scientific meeting may be offered by Members and guests.
- g) Abstracts of papers which are offered for presentation at the scientific meeting shall be submitted to the local organising committee between dates set by the Council.
- h) The abstracts must conform to a format set by the local organising committee.
- i) The Council shall decide which abstracts submitted are accepted for presentation, on the basis of merit and interest.
- j) The official language at all meetings of the Society shall be English.

This constitution incorporates the amendments passed at the annual business meetings held in 1987, 1988, 1989, 1991, 1996, 2001, 2004, 2008, 2010, 2016 and 2018.