

Statutes of the
European Society of Clinical Microbiology and Infectious Diseases
(Non-Profit Society)

§ 1 Name and Registered Office

The Society shall carry the name "European Society of Clinical Microbiology and Infectious Diseases" (ESCMID). The Society shall be subject to the laws of the country in which the Society has its registered office. The registered office of the Society shall be located in Munich. The Society is registered in the Munich Register of Associations under VR 10956.

§ 2 Objects of the Society

The Society shall devote itself to the promotion of research and education in diagnosis and therapy in the fields of clinical microbiology and infectious diseases. The fields of clinical microbiology and infectious diseases encompass the study of the following: the pathogens, pathogenesis, diagnosis, epidemiology, prevention and therapy of infectious diseases, including drug usage policy, infection control, and all other basic and clinical aspects of infection and immunity.

The Society shall strive to bring together persons who are active in the fields of clinical microbiology and infectious diseases in the European countries and beyond. The aims of the Society shall be realised by holding scientific congresses, by arranging exchange visits between members, by enhancing education and teaching, by collaborating in research projects and in professional matters, by publishing various publications (journals, supplements, books, guidelines), by acting as a liaison between professional societies, governments or government agencies and the European Union, and any other activities related to these aims.

The Society shall pursue non-profit purposes exclusively and directly as defined in the paragraph "tax-privileged purposes" of the German Tax Act. The Society acts exclusively unselfishly and does not pursue economical purposes primarily. Funds of the Society shall be used only for purposes within the intentions of the Statutes. The members, relatives or business associates of the members shall receive neither allowances from the funds of the Society nor any other personal financial benefit. No person shall benefit from disproportionately high compensation or from the dispensation of funds for reasons incongruent with the objects of the Society.

§ 3 Membership

The Society consists of full (regular), associate, affiliated, corporate and honorary members from any country. All full members shall pay annual membership fees directly to the Society. Affiliated members are members of national scientific societies affiliated to ESCMID. An affiliation fee shall be determined by the Executive Committee and paid annually by the affiliated society. Members of the ESCMID Study Groups who do not pay individual fees are associate members of ESCMID. They do not pay any membership fees to ESCMID. Corporate membership is open for companies and other organisations who wish to maintain closer ties with ESCMID. Corporate members pay

an annual membership fee. They may name two persons of their organisation which shall be of equal rank as regular members in relation to membership rights. Honorary members are elected by the Executive Committee. They shall be full members and exempt from paying membership fees. Membership is, subject to the approval of the Executive Committee, open to all who are interested in clinical microbiology and infectious diseases. The annual membership fees shall be proposed by the Executive Committee and approved by the Assembly of Members. Resignation from the Society must be made in writing no later than 30 November of a given year. Resignation shall be effective as of 31 December of said year. Membership expires on 30 June upon non-payment of fees.

§ 4 Organisation

The Society will be organised by an **Executive Committee**, a **European Council**, and an **Assembly of Members**.

Executive power of the Society is vested in the **Executive Committee**, which shall consist of the President, the Past President, the President-elect, who also acts as the Secretary General, the Treasurer, and four additional members.

The selection of candidates to be considered for election to the Executive Committee shall be made by a Nominating Committee. The membership may also nominate candidates from among the full individual members of the Society in good standing for at least the past three years. These candidates must be put on the ballot if the following requirements are fulfilled:

- i) The nomination must be supported in writing by at least 30 members in good standing by at least one year, and sent by either fax or regular mail to the Secretary General by 31 August of the election year,
- ii) At least 15 supporting members must come from countries other than the country of the nominated candidate,
- iii) Nominees who fail to be elected may not be nominated again for the immediate following term of office.

The members of the Executive Committee shall be elected by simple majority from among the members of the Society in good standing by at least one year by a secret ballot. They will be elected for a term of four years and may be re-elected once. Thus, the maximum term in office is eight years (except if the member is elected as President-elect during the second term), where after at least four years must elapse before re-election can take place. A term starts and ends at the date of the Assembly of Members. The Presidents of the annual Congress of the Society for the current year and the year preceding the Congress, the Editor-in-Chief and the supplement Editor of the Society's journal will be *ad hoc* non-voting members of the Executive Committee. The Managing Director will be an *ex officio* non-voting member of the Executive Committee. Only in exceptional situations may the Executive Committee co-opt one additional member from the Society. The coopted officer is a voting member of the Executive Committee. Candidates to a position in the Executive Committee must have been members of the Society in good standing for at least three years.

No more than one elected member of the Executive Committee shall come from the same country (*). The Executive Committee shall include at least two members representing the field of clinical microbiology and at least two members representing the field of infectious diseases.

The Executive Committee shall elect a President, a President-elect, a Treasurer and a Secretary General and appoint an ECCMID Programme Director, from either the elected members or the co-opted member of the Executive Committee. The term in office shall be two years for the President, the President-elect and Past President. The President-elect shall be elected at the Executive Committee meeting taking place prior to Assembly of Members at which he/she adopts his/her new office. A President-elect may not be elected in his/her last year in office. The position of the President should be taken in turn by a specialist in Clinical Microbiology and in Infectious Diseases.

The President, the Secretary General or the Treasurer shall represent the Society in legal matters and have executive powers within authorisation rendered by the Executive Committee. The Executive Committee shall adopt resolutions with the majority of its members present at the Executive Committee meeting; the President has the casting vote. The quorum shall consist of five members. The Executive Committee may appoint subcommittees for specific purposes.

The Executive Committee shall appoint a Managing Director to assist with the execution of its resolutions and to manage the administrative offices of the Society accordingly.

The **Assembly of Members** is the supreme body of the Society and shall hold Plenary Meetings. All members of the Society in good standing shall be entitled to attend the Assembly of Members which is held during the annual congress of the Society. The President, upon resolution of the Executive Committee, shall convene the Assembly of Members in writing stating, at the same time, the Agenda in a personally addressed letter to regular members, honorary members, corporate members as well as chairpersons of the Study Groups and presidents of affiliated societies. The notice period shall be at least six weeks. The period shall start on the day following the dispatch of the convening letter. The date of the postal stamp shall apply. The convocation is deemed to have been received by the member if it has been sent to the last address notified by the member of the Society. The Assembly of Members shall discuss the proposals of the Executive Committee and adopt resolutions by simple majority of the members present. Minutes shall be kept of the proceedings at the Assembly of Members, and such minutes shall be signed by the President, the Secretary General and the Managing Director. Any Assembly of Members convened in accordance with the Statutes is recognised as having a quorum, irrespective of the number of members of the Society in attendance. Any regular member (including honorary members and corporate members) shall have a vote; associate and affiliated members shall not be entitled to vote.

The **European Council** shall strengthen the cooperation and cohesion among the European specialist societies in the infection field and serve as an advisory board to the Executive Committee. Its constituent members are the European societies which signed an affiliation agreement with ESCMID. Each affiliated society is represented in the European Council by its President or a nominee. Affiliation is subject to approval by the Executive Committee. The European Council shall meet during the annual congress of the Society. The President of the Society shall serve as chairperson.

§ 5 Means of Communication

The official publications of the Society are *Clinical Microbiology and Infection* and the newsletter *ESCMID News*. The Society will also use other means of communication as appropriate, including its website.

§ 6 Amendments to the Statutes

Amendments to the Statutes can be proposed by a two-third majority vote of the Executive Committee or by a written request signed by at least 50 members of the Society in good standing who are at least in their second year of membership. Amendments to the Statutes can be made by resolution of a two-third majority of members participating in a secret ballot (in writing or electronically via the internet) or in open voting at an Assembly of Members by a show of hands.

In any matters concerning the interpretation of the Statutes, the decision shall rest with the Executive Committee, who will also resolve any matters concerning the Society that are not covered explicitly by the Statutes.

The President of the Society has the right, upon legal advice and upon the advice of the Executive Committee, to make any amendments to the Statutes that are necessary for registration of the Society or for recognition of its non-profit status by the tax authorities. These amendments must be approved afterwards by the Assembly of Members.

§ 7 Language

The language of the Society and its publications is English. The English version of the Statutes shall be determinative in all cases.

§ 8 Bylaws

The operating rules of the Society are stated in the Bylaws and are the responsibility of the Executive Committee.

§ 9 Dissolution

A resolution of two-thirds of the members of the Society attending the assembly of members or participating in voting by electronic means or by mail shall be necessary to dissolve the Society. If the Society is dissolved or annulled or if the tax-privileged purposes are cancelled, the funds of the Society shall be transferred to a public corporation or another tax-privileged corporation to be used for medical science and research.

(*) Current members of the Executive Committee are not affected by this amendment. They are allowed to complete two full terms as Executive Officers.

Helsinki, Monday, 18 May 2009

These statutes have been accepted by the society register in Munich, Germany.