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# **STATUTES**

## **EUROPEAN PANCREATIC CLUB (EPC)**

### **Founded 1965**

#### **Article I**

##### **Name**

An international association is hereby constituted, named "The European Pancreatic Club" (EPC), according to Article . . . of the Swiss Civil Code and the provisions of this constitution. The association will be housed in Switzerland.

#### **Article II**

##### **Duration and dissolution**

- (i) The association is established for an indefinite term.
- (ii) In the event of the dissolution of the EPC, the council is responsible for the liquidation of the association. The remaining assets will be distributed according to the decision of the members for future use exclusively for the same goals as those pursued by the EPC.

#### **Article III**

##### **Aims**

- (i) The EPC is a non-profit making organisation with the following aims:
  - (A) To promote communication between basic and clinical scientists in Europe interested in the pancreas and its disorders.
  - (B) To promote and organise an annual scientific meeting devoted to all aspects of the pancreas.
  - (C) To promote scientific, epidemiological and clinical research into pancreatic function and into the prevention, diagnosis and therapy of pancreatic diseases. Preference will be given to co-operative projects.

- (D) To establish scholarships and promote postgraduate education and training.
- (E) To support other meetings concerning the pancreas organised by members of the EPC.
- (F) To disseminate information about EPC activities, and publish such educational matter as the EPC council may consider desirable.

(ii) Central funds will be retained to serve the EPC to fulfil its scientific and social purposes.

#### **Article IV Membership**

(i) Membership of the association is open to anyone with an interest in the pancreas. The membership shall remain valid as long as the membership fees suggested by the Council and approved by the General Assembly are paid. Only members of the EPC may vote at the annual General Assembly.

(ii) New members shall be approved by the Council before they can vote in the General Assembly.

(iii) Any liability of the association is strictly limited to its assets. Neither the members of the association nor the members of the Council shall be subject to payment of association debts to any extent whatsoever.

#### **Article V General Assembly**

(i) The General Assembly of the association is the highest organ of the EPC. It consists of the members of the EPC.

(ii) The General Assembly decides on the election of president, secretary, treasurer and councillors of the EPC, accounts, annual fee, alteration of the constitution, co-operation with other societies, and dissolution of the association.

(iii) A quorum of the General Assembly exists if at least 30% of the members participating in the annual EPC meeting are present.

(iv) Voting by proxy registered in writing is permitted on a motion previously circulated with the agenda. Each member present or voting by proxy is entitled to one vote.

(v) Decisions of the General Assembly (other than those otherwise stipulated) will be agreed by a simple majority of those voting in person or voting by proxy. Decisions to alter the constitution will require a two-thirds majority of those voting in person or voting by proxy on said motion. The decision on the dissolution of the association will require a **four-fifth** majority of all members.

## **Article VI Council**

(i) The council of the EPC will consist of the President, the President elect, the past President, the Secretary, the Treasurer and eight general councillors. The President will preside over the EPC for one year. The Secretary of the EPC or a Council member designated by the Secretary shall chair all meetings of the Council.

(ii) New positions for president, secretary, treasurer and councillors of the EPC shall be advertised as open calls. Volunteers apply in writing. For all positions eligibility shall be decided by the Council. Elections are performed at the General Assembly according to the rules stipulated in Article V.

(iii) The six general councillors of the association should normally be of different nationality. Three of the general councillors should be basic scientists. The term of each general councillor is limited to 3 years. The Secretary and the Treasurer will each serve for a term of 5 years. The Secretary and **Councillors** cannot be re-elected, but the Treasurer may be re-elected.

(iv) Council members are expected to attend all council meetings. If a council member misses two consecutive council meetings, his/her position will be revoked.

### **(v) Council meetings**

The Secretary prepares an agenda and sends it to the members four weeks before the meeting. Additions to the agenda can be amended if received by the secretary within a week (after initial circulation). The minutes of the previous council meeting have to be approved by the council. The council votes on any issues concerning the interpretation and execution of the Statutes by majority vote. Changes in the Statutes need to be ratified at the forthcoming General Assembly.

### **The President**

(i) The President and the country for forthcoming meetings shall be decided by the General Assembly 4 years in advance **according to the rules stipulated in Article VI.ii.**

The president will be responsible for the organisation of the annual meetings as detailed in Article X.

(ii) The President should be of different nationality from the Presidents of the two previous meetings.

(iii) The presidency alternates between a basic and clinical scientist.

### **The Secretary**

The Secretary will attend to the affairs of the association and the Council and will keep minutes of all its meetings. The Secretary shall send to each Member of the EPC details of the decisions taken at the Council meetings **and General Assembly**, within three months of each meeting.

## **The Treasurer**

The Treasurer is entrusted with the funds of the EPC, their collection, their safe-keeping, and disbursement at the direction of the Council. The budget and audited annual accounts will be prepared by the Treasurer and must be presented to the Council and General Assembly every year. The Treasurer will have the authority to sign individually according to rules to be set up by the Council.

## **The Revisor**

The revisor controls the financial transactions and the annual financial statement prepared by the treasurer. A statement is provided at the general assembly whether the finances should be approved. The general assembly votes to accept or return the financial statement to the treasurer.

## **Article VII Responsibilities of the Council**

The EPC is managed by the Council. The Council decides on all matters not specifically assigned to the General Assembly. The Council notably has the following responsibilities:

- (A) Administration of the EPC business.
- (B) Organisation of the annual EPC-meeting as detailed in Article X.
- (C) Delegation of responsibilities to sub-committees or working parties as appropriate.
- (D) Approval of the accounts.
- (E) Preparation and executing of rules and regulations for the management of the EPC.

## **Article VIII Quorum and voting of the Council**

(i) A quorum of the Council exists if fifty percent (50%) of the nominated representatives on the Council are present.

(ii) Voting by proxy registered in writing is permitted on a motion previously circulated with the agenda. Each representative on the Council present or voting by proxy is entitled to one vote.

(iii) Decisions of the Council (other than those otherwise stipulated) will be agreed by a simple majority of those voting in person or those voting by proxy. In the event of an equally divided vote, the Secretary shall have a casting vote. The Secretary may invite members to vote on a motion by e-mail or by internet between council meetings. In this case, a quorum of the Council

exists if 50% of the Council have exercised their voting right. **In the case of e-mailed invitations to vote from the Secretary, non-response from a member will be declared an abstention.**

## **Article IX Sub-committees**

The Council may form sub-committees to undertake specific tasks and duties designated by the Council (Article VII C). All sub-committees must report and are answerable to the Council. The Council may nominate to the sub-committees persons who are not member of the Council. Such persons may attend meetings of the Council by invitation, but may not vote.

## **Article X Organisation of the EPC meetings**

(i) The President (clinician or basic scientist) and Vice-President (basic scientist or clinician) have overall responsibility for the EPC meeting.

(ii) The organisation of the annual meeting is delegated to the President at the venue selected by the General Assembly, subject to guidelines prepared by the Council.

(iii) The President must report on the progress of the meeting to Council as often as the Council may require.

(iv) The meetings shall normally last maximum two and half days.

(v) The scientific content of the meeting remains the responsibility of the Council which may establish sub-committees to design the programme.

(vi) Scientific communications shall be selected by a committee comprising the President and four designated members of the EPC for Basic Sciences and four members for Clinical Sciences. The nomination for this group will be dealt with in the same way as for the Council. Members of the abstract selection group will serve for 3 years and be elected by the General Assembly of the EPC. Members of the abstract selection group may be re-elected to serve more than one term.

(vii) Abstracts in English of no more than two hundred and fifty words should be sent to this committee some twelve weeks before the meeting. These abstracts should not contain tables or figures. Only studies unpublished at the time of submission of the abstracts will be accepted. Communications shall not exceed 10 minutes to permit ample time for discussion. An outlined programme of the meeting should be circulated to all registered participants in advance of the meeting.

(viii) A registration fee is payable by all participants at the meeting, the amount to be determined by the President and approved by Council at least one year before the meeting. The registration fees will be reduced for members of the EPC and further reduced for members who are basic scientists and/or aged <35 years.

## **Article XI**

### **Change of Statutes**

Revised Statues (changes in red) ratified at EPC Council Meeting in Amsterdam (2012).  
The changes will have to be ratified at the General Assembly meeting in Zurich (2013).