

European Association of Urology

Bylaws



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of Urology

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**European
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Bylaws

of

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Article 1

Name of the Association

The association shall be named the European Association of Urology (herein referred to as the EAU or the Association) and is founded as a scientific and non-profit making association for an indeterminate period of time according to the Swiss Civil Code.

Article 2

Location of the Association

The head office of the EAU is registered in Switzerland.

Article 3

Aims and Objectives of the Association

- To act as the representative body for European urologists and facilitate the continued development of urology and all its subspecialties;
- To foster the highest standards of urological care throughout Europe;
- To encourage urological research and enable the broadcasting of its results;
- To promote contributions to the medical and scientific literature by its members;
- To promote European urological achievements worldwide;
- To establish European standards for training and urological practice;
- To contribute to the determination of European urological health care policies;
- To disseminate high quality urological information to patients and public.

Article 4

Not-For-Profit

The Association shall not engage in business of any kind which is ordinarily carried out for profit, and nothing in the Bylaws of the Association (herein referred to as the Bylaws) shall authorise the Association to do so. The Association shall not enter into any transaction, carry on any activity or engage in any business solely for pecuniary purposes; and income received by the Association shall be applied exclusively for the not-for-profit purposes of the Association as set forth herein. No part of any income shall inure to the benefit of any private member or individual.

Article 5 Membership

Section 1: Overview membership categories

The EAU has the following membership categories:

- Active Membership
- Junior Membership
- Active International Membership
- Junior International Membership
- Affiliate Membership
- Senior Membership
- Honorary Membership

Section 2: Membership categories

Section 2.1: Active Membership

Active membership is open to all urologists registered in Europe with the appropriate national organisation.

Active members have the right to vote at the General Assembly.

Application is made directly to the EAU Central Office, accompanied by a certificate of registration as a urologist in the applicant's country.

Section 2.2: Junior Membership

Junior membership is open to European urologists-in-training.

Junior members have no right to vote at the General Assembly.

Application is made directly to the EAU Central Office accompanied by a letter from the applicant's head of department indicating that the applicant is a urologist-in-training. Junior members will become active members following receipt of appropriate documentation.

Section 2.3: Active International Membership

Active international membership is open to all registered non-European urologists.

Active international members have no right to vote at the General Assembly.

Application is made directly to the EAU Central Office, accompanied by a certificate of registration as a urologist in the applicant's country or an endorsement by their national society.

Section 2.4: Junior International Membership

Junior international membership is open to all non-European urologists-in-training.

Junior international members have no right to vote at the General Assembly.

Application is made directly to the EAU Central Office accompanied by a letter from the applicant's head of department indicating that the applicant is a urologist-in-training. Junior international members will become active members following receipt of appropriate documentation.

Section 2.5: Affiliate Membership

Affiliate membership is open to all scientists or others who have contributed significantly to the specialty of urology.

Application is made directly to the EAU Central Office accompanied with a curriculum vitae and other pertinent information as well as a signed document that they are not connected with any commercial or pharmaceutical company.

Section 2.6: Senior Membership

Senior membership is open to active members officially retired (at their own request to the EAU Central Office). Senior members have no right to vote at the General Assembly.

Senior members are exempted from any fees payable to the Association.

Section 2.7: Honorary Membership

Honorary membership may be awarded to urologists and others who have had an important influence on European urology. Their election will be recommended by the Executive Committee and must be approved by the EAU Board.

Active members who are elected to honorary membership shall retain their voting status for life.

Honorary members are exempted from any fees payable to the Association.

Section 3: Membership fees

All members except senior and honorary members will once a year have to pay membership fees in an amount proposed by the Executive Committee and approved by the General Assembly.

Any member who after having received the invoice and one (1) written reminder still does not pay membership fees ceases automatically to be a member of the Association six months after the date of the invoice for the membership fees.

A member whose membership has been deleted for non-payment of fees, may, after payment of any back fees owed, request reinstatement, subject to the approval of the Executive Committee.

Section 4: Voting status and rights

Only active members shall be eligible to vote. Active members who are elected to honorary membership shall retain their voting status for life.

All members shall be entitled to receive the latest available copy of the Bylaws.

Section 5: Membership privileges

- All members except senior members shall be enrolled as a subscriber to “European Urology” the official scientific journal of the EAU and all other publications of the EAU;
- All members are entitled to participate in the EAU congresses, if applicable, at a reduced registration fee;
- All members are entitled to participate in the post-graduate teaching activities of the EAU, organised by the Education Office, if applicable, at a reduced registration fee;
- All members are entitled to participate in the European Urological Scholarship Programme;
- All members are entitled to apply for support, fellowship, grants, awards and prizes in association with the EAU congresses and postgraduate activities of the EAU;
- All members are entitled to apply for support in the broadest sense from the EAU as a scientific organisation.

Section 6: Approval of membership

All members shall be approved by the Executive Committee periodically throughout the year. New members shall receive a certificate of membership from the Secretary General.

Section 7: Publication of names

The names of the new applicants for each membership category which have been approved by the Executive Committee shall be printed and distributed to the EAU members at least thirty (30) days in advance of General Assembly.

Section 8: Termination of membership

Membership terminates:

- a. on death of the member;
- b. on receipt of a written resignation of the member;
- c. when the member acts against the Bylaws or prejudices the Association in any way;
- d. when the member ceases for whatever reason to be a registered urologist whether in Europe or elsewhere.

Membership will automatically be renewed for a successive period of one (1) year unless the EAU is notified, in writing, by registered mail, at least three (3) months prior to the renewal date. No restitution of subscription fees will apply.

Article 6 General Assembly

Section 1: Terms of reference of the General Assembly

The General Assembly is the supreme body of the Association. It has the inalienable right to:

- amend the Bylaws of the Association,
- elect the members of the Executive Committee upon nomination of the Search and Nomination Committee,
- approve the Chairmen of the Offices upon proposal of the Search and Nomination Committee (herein referred to as SNC),
- dismiss the members of the Executive Committee as well as the Chairmen of the Offices if justified by valid reasons,
- approve the annual accounts,
- grant a discharge to the members of the Executive Committee,
- determine the annual contribution of the members,
- dissolve the Association,
- take all other necessary decisions which are reserved for it by the Bylaws or which are submitted for approval by the Executive Committee.

Section 2: Meeting

The General Assembly shall be held once a year and shall be held on the same occasion as the Association's Annual Congress and all members shall be entitled to attend. The Secretary General shall not less than ninety (90) days prior to the date of such General Assembly notify all members of the Association of the venue and date of the General Assembly and invite all members to submit comments, suggestions and/or recommendations. All comments received by the Secretary General not less than forty (40) days prior to the General Assembly shall be included in the agenda unless the Executive Committee directs otherwise.

Not less than thirty (30) days prior to the General Assembly the Secretary General shall send formal invitations to all members of the Association to attend the General Assembly and shall enclose with such invitations a copy of the agenda for the General Assembly.

Members may at a General Assembly raise for the purpose of discussion a matter or matters not referred to on the agenda. These will be discussed under the item "Other business". All items discussed under "Other business" can not be voted on. The General Assembly can defer these items to the following meeting.

Section 3: Presidency

The General Assembly will be convened and presided over by the Secretary General and, in his absence, by either the Secretary General Elect or one of the other Executive Committee members.

Section 4: The agenda

The agenda contains the following obligatory items:

- The minutes of the previous General Assembly;
- The report of the Secretary General;
- The report of the Treasurer and the external auditors;
- Other business

Section 5: Voting and Elections

Only active members and honorary members shall be entitled to vote at the General Assembly on any matters arising out from the agenda.

Subject to any contrary provisions of the Bylaws the General Assembly takes its decisions and holds its elections by a majority of votes of the eligible members present and voting.

In the case of equality of votes the Secretary General and in his absence the Secretary General Elect or if there is no Secretary General Elect any of the other Executive Committee members presiding over the meeting shall have a second vote. In the case of another equality of votes the Secretary General and in his absence the Secretary General Elect or if there is no Secretary General Elect any of the other Executive Committee members presiding over the meeting shall have the casting vote.

Section 6: Extraordinary General Assembly

An extraordinary General Assembly may be called at the request of the Executive Committee or at the request of not less than ten (10) percent of the eligible members indicating the reasons therefore.

Article 7 Approval of annual accounts and discharge

Each year, at the General Assembly, the annual accounts are presented subject to approval by the majority of votes of the eligible members present and voting at the General Assembly. Thereafter, discharge of the Executive Committee will be requested, to be granted by the eligible members present and voting at the General Assembly.

Article 8 Search and Nomination Committee

Section 1: Constitution

The Secretary General, two (2) further delegates from the Executive Committee and two (2) Chairmen of the Offices constitute the SNC.

Section 2: Election

Two (2) delegates of the Executive Committee: They are to be appointed by the Executive Committee itself.

Two (2) Chairmen of the Offices: They are to be elected by the Chairmen of the Offices by a majority of votes of the eligible Chairmen of the Offices present and voting at the meeting of the EAU Board.

Section 3: Terms

All members of the SNC with the exception of the Secretary General shall be elected for one (1) year and may be re-elected in their respective positions seven times for another term of one year. Accordingly, a person shall not serve longer than eight (8) years on the SNC in its respective position as a Chairman of an Office.

Section 4: Chairman of the SNC

The Secretary General shall be the chairman of the SNC unless the Secretary General himself is a potential candidate to be nominated for election or re-election for a position within the Executive Committee or to be nominated for approval as a Chairman of any of the Offices. In such cases another member of the SNC from the Executive Committee shall be the chairman of the SNC.

Section 5: Tasks and responsibilities

Whenever a position of a Chairman of an Office and/or a position within the Executive Committee is up for approval respectively for election the SNC shall search for potential candidates for the positions to be filled. The SNC shall carefully scrutinise the candidates who have either proposed themselves for a nomination or who were proposed by one or more members of the SNC for a nomination. After having carefully scrutinised the potential candidates the SNC nominates the eligible candidate per position to be considered for approval respectively for election by the General Assembly.

Moreover the SNC shall have the tasks and responsibilities assigned to it in these Bylaws.

Section 6: Nominations

Any nominations and/or approvals made by the SNC shall be in accordance with the stipulations in the Bylaws and any other regulations such as job descriptions that might apply in the field of nominations and approvals.

Section 7: Voting

The SNC shall pass its resolution regarding nomination of the respective candidates by a majority of the votes of all members of the SNC present and voting. In cases in which any member of the SNC shall be nominated for a position of a Chairman of the Offices or a position within the Executive Committee the respective member of the SNC and potential candidate for nomination is not allowed to be present and to vote.

Article 9 Administration of the Association: Executive Committee

Section 1: Constitution

The administration of the EAU shall at all times be vested in its Executive Committee which shall comprise the following members:

- Secretary General
- Up to three (3) Adjunct Secretaries General
- Treasurer
- Secretary General Elect when deemed to be appropriate by the Executive Committee

Section 2: Election

The members of the Executive Committee (including the Secretary General Elect) are to be elected in a secret ballot by a majority of votes of the eligible members present and voting at the General Assembly upon nomination by the SNC.

No Executive Committee member should hold any position (board or administration) in another international scientific or commercial organisation which may lead to a conflict of interest with his position in the EAU.

Only active members can apply for a position in the Executive Committee. All applications need to be reviewed by the SNC.

Section 3: Terms

Section 3.1 Secretary General, Adjunct Secretaries General

The Secretary General and the Adjunct Secretaries General shall be elected for four (4) years and may be re-elected in this position only once for another term of four (4) years.

At the beginning of year three (3) of his first term the Secretary General shall notify the SNC if he either is available for a nomination by the SNC for re-election as Secretary General for a second term or if he wants to resign from his office after the first term of four (4) years expires.

Section 3.2 Secretary General Elect

The Secretary General Elect shall be elected for one (1) year and may not be re-elected in this position.

The Secretary General Elect, after serving one (1) year in this office, shall be elevated to the office of the Secretary General for the term as stipulated in Article 9, Section 3.1 without again standing election.

The nomination and election of a Secretary General Elect usually takes place one (1) year before the second term of the Secretary General expires or one (1) year before the first term expires if the Secretary General is not willing to continue for a second term, or any other point in time that seems to be appropriate.

Section 3.3 Treasurer

The Treasurer shall be elected for four (4) years and may be re-elected in this position once for another term of four (4) years. Before the second term of the Treasurer expires, the Executive Committee may decide that the maximum term of eight (8) years in the position of the Treasurer can be extended. If such decision is taken by the Executive Committee a further re-election in the position of the Treasurer shall be possible upon nomination by the SNC.

Section 3.4 Restriction on term

A person may held different positions within the Executive Committee one after another, but each position within the Executive Committee may in total not be hold longer than the maximum terms stipulated in Article 9, Section 3.1, Article 9, Section 3.2 and Article 9, Section 3.3.

Section 4: Tasks and Responsibilities

Section 4.1: Principle

The Executive Committee is the decision-making organ of the EAU.

Its decisions will be carried out by the different Offices. The Executive Committee and Offices will be assisted by the EAU Central Office that is run by the Executive Management.

The activities of the various Offices are overseen by the members of the Executive Committee.

The roles of the members of the Executive Committee are allocated following discussion and agreement by the Executive Committee.

The Executive Committee will act freely according to the Bylaws.

Section 4.2: Secretary General

The Secretary General shall have the following duties:

- shall serve as chair of the Executive Committee and shall serve on the Offices as stipulated in the Bylaws.
- convenes and presides over the meeting of the General Assembly and is responsible for the minutes of the meeting.
- convenes and presides over meetings of the Executive Committee and EAU Board and is responsible for the minutes of the meetings.
- Represents at its own or together with all or some of the members of the Executive Committee the EAU on all occasions in national, international and intercontinental organisations.
- supervises the EAU Chairmen.
- shall automatically be chairman of the SNC.

In his absence the Secretary General is replaced by the Secretary General Elect if there is one. If there is no Secretary General Elect one of the other Executive Committee members shall replace him.

Section 4.3: Secretary General Elect

The Secretary General Elect shall replace the Secretary General in his absence and shall perform any further duties which are assigned by the Secretary General.

Section 4.4: Adjunct Secretaries General

The Adjunct Secretaries General shall perform any duties which are allocated to them by decision of the Executive Committee as stipulated in Article 9, Section 4.1 and which are assigned by the Secretary General. Further the Adjunct Secretaries General shall perform the functions of the Secretary General in his absence if there is no Secretary General Elect.

Section 4.5: Treasurer

The Treasurer shall have the following duties:

- shall be the custodian of the assets of the Association.
- shall work with the Executive Management in overseeing all general accounting and financial record keeping functions of the Association.
- shall ensure that the annual accounts of the Association are audited each year by a certified public accountant and shall present the report of this audit to the Executive Committee and to the General Assembly.
- shall perform any duties which are assigned by the Executive Committee and shall perform the functions of the Secretary General in his absence if there is no Secretary General Elect.

Section 5: Voting

Subject to any contrary provisions in the Bylaws the Executive Committee takes its decisions and holds its elections by a majority of votes of the eligible members of the Executive Committee present and voting.

Section 6: Authority to sign

Any two of the Secretary General, the Adjunct Secretaries General, the Treasurer and the Secretary General Elect may represent the EAU in a legally valid manner. Further details with respect to the authority to sign may be determined by the Executive Committee in a regulation.

Section 7: Vacancies

Vacancies that occur in the Executive Committee may be filled for the time being until the next General Assembly takes place by a majority vote of the eligible members of the Executive Committee present and voting.

Article 10 Offices

Section 1: Constitution

Within the Association, Offices shall be appointed and abolished by the Executive Committee in accordance with and for the purposes of the Bylaws.

Each Office consists of a Chairman and a minimum of five (5) members except for the Membership Office which only consists of a Chairman.

Any Office can at any time be assisted by a variable number of "Invited Experts".

Section 2: Approval

Chairmen of the Offices are to be approved by a raise of hands of a majority of the eligible members present at the General Assembly upon proposal by the SNC.

Members of the Offices are to be approved by the Executive Committee upon proposal by the respective Chairman of the Office.

Any of the Executive Committee members may serve as an ex officio member of any Office.

All members of the Executive Committee shall automatically become member of the Scientific Congress Office. The Scientific Congress Office also includes the Chairman of the Education Office, the Chairman of the Section Office, the Chairman of the Guidelines Office or a delegated member of one of these Offices.

The Chairman of the Scientific Congress Office acts at the same time as Chairman of the Scientific Congress Committee.

Only active members can be nominated and elected for a position in an Office.

The Chairmen should hold no position (board or administration) in another international scientific or commercial organisation which may lead to a conflict of interest with their position in the Association. Urologists with proven experience in the relevant field should be invited as Office member.

Section 3: Terms

The Chairmen of the Offices as well as the members of the Offices shall be approved for four (4) years and may be re-approved in this position only once for another term of four (4) years. Accordingly, a person may hold different positions within the Offices one after another, but one (1) position may in total not be held longer than a maximum of eight (8) years.

Section 4: Tasks and responsibilities

Section 4.1 Chairman

The Chairman has the following duties:

- convenes and presides over the meetings of his Office;
- is a member of the EAU Board;
- will report on a regular basis to the Executive Committee and EAU Board about past and future activities;
- sends out the convocations of the office meetings;
- holds a list of office members;
- compiles an annual budget and report of expenditures of the Office.

Section 4.2 Members

The members of the Offices organise and execute the Office's programmes and activities. For practical programme execution the Office will rely upon the EAU Central Office.

Section 5: Specific Tasks and Responsibilities

The specific tasks and responsibilities will be designated by the Chairman of the Office and have to be approved by the Executive Committee.

Section 6: The EAU Offices

Section 6.1: Education Office: The European School of Urology (ESU)

The aim of the Education Office is to stimulate, coordinate and organise all postgraduate teaching and education activities of the EAU.

Section 6.2 Section Office

The Section Office is responsible for the development of supraspecialist sections covering all supraspecialist fields of urology. It develops all necessary scientific and clinical programmes to develop and strengthen the urological supraspecialist fields and sections within the EAU.

Section 6.3: Scientific Congress Office

The aim of the Scientific Congress Office is to maintain the highest scientific level for the EAU Annual Congresses.

The Scientific Congress Office is composed of two (2) Committees; the Scientific Congress Committee and the Video Congress Committee.

Section 6.3.1: Scientific Congress Committee

The Scientific Congress Committee is responsible for: the scientific programme of the EAU Annual Congresses, general outline of the congress programme, selection topics, selection of abstracts to be accepted and special events.

Section 6.3.2: Video Congress Committee

The role of the Video Congress Committee is to collect, select and promote the diffusion of videos to be presented at the EAU annual congress.

Section 6.4: Guidelines Office

The Guidelines Office oversees and controls the production of medical guidelines.

Section 6.5: European Urological Scholarship Programme (EUSP) Office

The European Urological Scholarship Programme Office is responsible for the formulation and execution of the EAU scholarship programme.

Section 6.6: Young Urologists Office

Young urologists are urologists less than forty (40) years old or within five (5) years of having finished their urology residency.

The Young Urologists Office is responsible for:

- establishing relationships between EAU and junior members and young urologists;
- to promote the participation of the young urologists and urologists-in-training during the EAU congress;
- developing and implementing scientific activities dedicated for young urologists and urologists-in-training.

Section 6.7: History Office

The History Office is responsible for promoting the interest in history of Urology as well as keeping records of the history of the Association and urology in general.

Section 6.8: European Urology-Accredited Continuing Medical Education (EU-ACME) Office

The EU-ACME Office is responsible for promoting Continuing Medical Education (CME) and Continuing Professional Development (CPD) amongst all urologists in Europe in collaboration with the European Board of Urology (EBU).

Section 6.9: Membership Office

The Membership Office serves the interest of EAU members.

Section 7: Voting

Decisions on matters concerning the Office will be taken by the office members with a simple majority of votes of those members present. The Chairman has a casting vote.

Section 8: Dismissal

If a member of any Office fails to attend meetings on a regular basis without the agreement of the Chairman or does not reply within a reasonable period of time to the request of the Chairman, such member can be dismissed by the Executive Committee upon request of the Chairman.

Should a Chairman of an Office fail to meet the responsibilities as stipulated in the Bylaws and which, within reason, are inherent to this Chairmanship, the Executive Committee shall propose to the General Assembly to dismiss the respective Chairman. In such cases the Executive Committee may determine that another member of the Office shall take over the Chairmanship for the time being until the next General Assembly takes place.

Section 9: Vacancies

Chairmanship vacancies that occur may be filled for the time being until the next General Assembly takes place by a majority vote of the eligible members of the Executive Committee present and voting.

Article 11 EAU Board

Section 1: Constitution

The members of the Executive Committee and the Chairmen of the Offices constitute the EAU Board (herein referred to as the Board). Accordingly, members of the Executive Committee as well as all Chairmen of the Offices are ex officio member of the Board.

Section 2: Voting

Subject to any contrary provisions in the Bylaws the Board takes its decisions and holds its elections by a majority of votes of the eligible members of the Board present and voting.

Article 12: Executive management

The Executive Management shall be the management of the EAU Central Office and shall assist the Executive Committee and Offices.

Article 13 Disclosure statement – conflict of interest (COI)

The Association wishes to promote independence, objectivity, scientific rigor and a fair balance of representation, in all its activities.

In order to ensure this, individuals participating in these activities are expected to disclose their financial or in-kind relationships both with health industry that develop, manufacture, distribute or sell health care materials or services, or other organisations that could represent a potential conflict of interest. Such relationships exclude personal or family medical care.

The Association recognises that these relationships do not necessarily imply bias or decrease the value of participation in professional activities.

Disclosure of these relationships is necessary for others to make an informed decision about the impact of the disclosed relationship. For instance, this may be relevant in the context of educational activities of the Association or review of material for EAU publications. Recognition of potential COI will allow the office in question to take this into account in the decision making process.

Each EAU office member author, reviewer and editor is requested to complete a COI form. All relationships over the previous two calendar years and the current year (including future commitments which are foreseen over the coming year) must be disclosed.

The information related to COI will be available on the EAU website, will be available on request and relevant COI will be cited at EAU related presentations and in publications.

Article 14 Regulations

In order to implement the stipulations in the Bylaws and in order to properly achieve the aims and the objectives of the Association the Executive Committee may establish regulations which need to be congruent with the stipulations in the Bylaws. Such regulations may at any time be changed by the Executive Committee.

Article 15 Amendments

These Bylaws may be amended by a two-thirds vote of the eligible members present and voting at the General Assembly. The proposed amendment(s) shall be printed on the notice of the General Assembly and shall be submitted to the eligible members at least thirty (30) days in advance of the General Assembly.

Article 16 Dissolution of the EAU

The Association is constituted in perpetuity but may at any time be dissolved by a resolution passed by not less than two-thirds of the members eligible to vote and on such a resolution the Secretary General or any of the Executive Committee members acting on behalf of the Secretary General shall not have a second or casting vote. On such a resolution being passed the Executive Committee shall ensure that all debts and liabilities of the Association shall be paid and discharged in full.

The EAU may merge only with another legal entity tax-exempt for charitable or public purposes and domiciled in Switzerland. Upon dissolution, any profit and assets shall be contributed to another legal entity tax-exempt for charitable or public purposes and domiciled in Switzerland.

Article 17 Language

The official language of the Association is English.

Article 18 Publications

- The official scientific journal of the Association is European Urology;
- The official website of the Association is www.uroweb.org;
- The official guidelines of the Association are the EAU guidelines.

Article 19 Annual Congress

The annual congress is open for all European and non-European urologists, urological residents, urological scientists and other interested parties and individuals. The Scientific Congress Office is responsible for the scientific programme of the annual congress.

The final responsibility for all organisational and financial matters regarding the annual congress will remain with the Executive Committee.

Article 20
Coming into force

The Bylaws shall enter into force as of adoption by the General Assembly and shall replace the Statutes and Bylaws, March 2011.

These Bylaws of the Association were adopted by the General Assembly in London on the 25th of March 2017