

ETA STATUTES

(Amended and approved at the General Assembly on 14th September 2010)

1. NAME AND AIMS OF THE ASSOCIATION

- a) The name of the Association is the "European Thyroid Association" (*ETA; "L'Association Europeenne de Recherches sur la Glande Thyroide", AET*). Its registered office is in Regenstauf. It has been entered in the Register of Associations. Accordingly, the name is: European Thyroid Association e.V.
- b) The aims of the Association are to promote research in the thyroid field (fundamental and clinical), and to improve knowledge of the thyroid gland and its diseases and to facilitate best practice in their treatment.
- c) The Association pursues exclusively and directly charitable aims as defined in the Section "Tax-privileged Aims" of the Fiscal Code, namely by furthering society in general in the area of the thyroid gland. The Association acts on its own behalf according to §55 of the Fiscal Code and engages altruistically, i.e. it does not first and foremost pursue business purposes of its own. Funds that flow to the Association may only be used for purposes governed by the Statutes. The members receive no payments from the Association funds. On no account is any member to be favoured by any disproportionately high remuneration, which is other than for the purpose of the Association.
- d) The financial year is the calendar year

2. MEMBERSHIP OF THE ASSOCIATION

Membership shall consist of Honorary, Ordinary, Junior, Corresponding, Senior, and Corporate members.

- a) Honorary membership is conferred upon persons of great distinction who have rendered exceptional service to the study of the thyroid gland. Honorary membership shall be limited to ten persons.
- b) Ordinary membership is open to those whose present and established interest is the experimental or clinical investigation of the thyroid gland and its diseases.
- c) Junior membership may be granted by the Executive Committee to young research workers in the thyroid field younger than 35 years of age. Junior membership cannot be retained for more than five years. The Junior member may apply for Ordinary membership at any time during this period.
- d) Corresponding membership is open to those who, but for geographical reasons, would qualify for Ordinary Membership.
- e) Senior membership is confined to persons who have been Ordinary members of the Association for at least ten years and are over the age of 65 and have retired from remunerative employment.
- f) Corporate membership can be granted to corporations and organisations with an interest in the thyroid gland and its diseases
- g) Applications for membership must be submitted to the Secretary or Standing Office. Nominations for Ordinary, Junior or Corresponding membership should be proposed by two Ordinary members of the Association, and must be accompanied by a brief curriculum vitae and a list of the applicant's principal publications in the thyroid field (two publications are required for Ordinary and Corresponding membership (alternatively, the established interest in thyroidology may be sufficient as evaluated first by the two nominators and subsequently by the EC). Applicants for Junior membership do not need to submit publications. Application for Corporate membership should include the recent annual report of that corporation or organisation and should specify its interest in the thyroid field. All applications for membership will be examined by the Executive Committee. When approved by the Executive Committee, the nominees will be provisionally accepted as members of the Association. Their names will then be presented to the General Assembly for confirmation of election.
- h) Membership of the Association incurs no liability for commitments entered into by the Association. These are guaranteed only to the extent of the Association's assets.
- i) Membership may be terminated by resignation notified in writing to the Secretary or Standing Office. Resignation will take effect from the 1st January of each calendar year. The Executive Committee may terminate the membership of those who have failed to pay their membership fee for **two successive years** without good cause and after due notice of the Treasurer. It may also recommend termination of membership to the General Assembly for any reason which it considers would harm the good name of the Association. Membership will also terminate upon the death of a member. Membership will not be inheritable.

3. ORGANISATION

The organisation of the association comprises:

- a. The General Assembly
- b. The Executive Committee
- c. Two Honorary Auditors

4. GENERAL ASSEMBLY

- a) The General Assembly is the supreme authority of the Association, and comprises honorary, ordinary, junior, corresponding, senior, and corporate members. The General Assembly may set down Rules of Procedure.
- b) The General Assembly shall be held at the time and place of the scientific meeting of the Association, and at least once every two years. An extraordinary General Assembly may be held at such other times and place as the Executive Committee may decide, or at such other times as the President shall decide to be necessary in exceptional circumstances. In exceptional circumstances (e.g. severe political unrest preventing a meeting being held) the President is empowered to consult the membership by post and/or electronic communication in place of a General Assembly.
- c) Honorary, ordinary, and junior members have the right to vote.
- d) Notices concerning ordinary General Assembly meetings can be sent either via email or normal mail to all members at least three months prior to the meeting. Notices concerning extra-ordinary meetings must be sent to all members at least one month in advance. No business may be decided other than that included in the agenda unless the President gives express permission because in his/her opinion the matter is too urgent to be left to the next General assembly.
- e) A two-third majority of the votes of members present at the General Assembly is necessary for approval of Honorary, Ordinary, Junior, Corresponding and Corporate membership, and for decisions regarding change of statutes and dissolution of the Association. Voting by proxy is not permitted.
- f) A simple majority of the votes of members present at the General Assembly is necessary for elections and all decisions except those mentioned in article 4e. The elections shall be secret. The following procedure shall be adopted in the event of a tie for the President, the Secretary, the Treasurer, or the last place on the Executive Committee:
 - i) There shall be a second round of voting for those involved in the tie;
 - ii) in the event that a second round of voting does not break the tie the candidate or candidates who have been Ordinary members of the Association for the longest period will be deemed to be elected;
 - iii) In the event that those involved were elected to Ordinary membership at the same time, then the tie shall be broken by the toss of a coin.
- g) The General Assembly elects the President, the Secretary, the Treasurer and the other members of the Executive Committee with due regard to nationality and specialisation. It elects the Honorary Auditors; it considers the financial statements; it decides the annual membership fees; it approves new members; it approves the time and venue for the annual scientific meetings of the Association; it discusses all topics included in the agenda, as well as proposals from individual members of which the Secretary has been informed at least three months prior to the annual meeting for inclusion in the agenda. It may discuss any other matter at the discretion of the President.
- h) Minutes of General Assembly meetings shall be kept and shall be signed by the President and Secretary upon confirmation by the Executive Committee of their being a true record. The minutes should be sent to all members without undue delay.

5. THE EXECUTIVE COMMITTEE

- a) The Executive Committee of the Association consists of the President, Secretary, Treasurer, and eight other members. Any ordinary member of the Association is eligible. The ETA is represented before a court of law and outside a court of law by the President, the Secretary or the Treasurer, each of whom are entitled to represent the Association acting on his/her own behalf. The Executive Committee may set down Rules of Procedure
- b) The President is elected for a period of two years. Past presidents are not eligible for re-election either as President or as a member of the Executive Committee.

- c) The Secretary and Treasurer are elected for a period of four years, with the possibility of one extension for three years for the Treasurer upon unanimous proposal by the Executive Committee and approval by the General Assembly. Past Secretary and/or Treasurer are not eligible for re-election as member of the Executive Committee except as Presidents.
- d) The President as well as the Secretary and Treasurer are elected at least one year before the end of the term of the current President and Secretary and Treasurer respectively. The President-elect, the Secretary-elect, and the Treasurer-elect will attend the meetings of the Executive Committee, but will not have the right to vote.
- e) The *eight* other members of the Executive Committee are elected for a period of three years.
- f) No Executive Committee member may be re-elected to the Executive Committee until three years have elapsed from the end of his or her previous term of office. If an Executive Committee member resigns before his or her term expires, the General Assembly shall elect a replacement at its next meeting. A member elected in these circumstances may be proposed for immediate re-election.
- g) Candidates for President, Secretary, Treasurer and other members of the Executive Committee may be proposed by the Executive Committee or by any two Ordinary members of the Association in writing to the Secretary at least three months prior to the next ETA meeting. Nominations must reach the Secretary at least three months prior to the next ETA meeting for the inclusion in the agenda of the meeting. Nominations can only be made by members in good standing, and must include the agreement of the person nominated, a condensed CV and a summary of contributions within the field of thyroidology of the nominee.
- h) A list of candidates proposed as President, Secretary, Treasurer, and other members of the Executive Committee shall be sent to the members of the Association with the agenda of the General Assembly. The list of nominees should include their institution and area of thyroid interest.
- i) The period of service of all members of the Executive Committee is automatically prolonged by one year if, during their term of office, an International Thyroid Congress is organized and the annual meeting of the Association does not take place.
- j) The Executive Committee directs the general activities of the Association and takes all necessary measures and decisions for the proper function of the Association to achieve its aims in attention of the decisions made by the General Assembly. The Executive Committee keeps itself informed on all questions of interest to the Association, it may establish subcommittees to work on specific problems, and manages the assets of the Association. The Executive Committee appoints to and awards all named lectures, prizes and medals of the Association, where appropriate seeking nominations from the membership generally. It appoints representative(s) to the International Thyroid Association and representatives to the committee(s) of the international meetings. From time to time as appropriate it recommends names to the General Assembly for Honorary Membership. It also recommends to the General Assembly acceptance or rejection, of any new proposals for lectures, prizes or medals. It assumes all functions which are not reserved to another body of the Association.
- The Executive Committee shall meet normally at least twice a year upon notification by the Secretary, or, in his/her absence, by the President. Its decisions are taken by a simple majority of the members present. Decisions can also be taken in writing by legally accepted mail. Minutes of the meetings of the Executive Committee shall be kept and shall be signed by the President and Secretary upon confirmation of their being a true record. The Executive Committee informs the members of the Association of any decisions taken by appropriate means and without undue delay.

6. MEETINGS

- a) The ETA shall organise a scientific meeting each year except in those years in which the International Thyroid Congress takes place. The date and place of the meeting shall be proposed by the Executive Committee and agreed by the General Assembly at least two years in advance.
- Before recommending a meeting to the General Assembly the Executive Committee must agree also the name of the local organizer, the venue as well as the town in which the meeting is to be held, and the limit of financial support it is able to make available for the organisation of the meeting, which should otherwise be self-financing. These matters and the type of accommodation which is likely to be available for the meeting should be reported to the General Assembly before a decision is taken to proceed. The local organiser is asked to return as much of the original contribution as possible in the event of a profit being made.
- The Executive Committee shall have the right to take the final decision in exceptional circumstances and, in this case, that decision must be communicated to the members of the Association as soon as possible. Meetings will only be organised in countries granting entry to scientists irrespective of their nationality, race, religion or their political or philosophical views.
- b) The Executive Committee selects the abstracts that can be accepted for presentation at the scientific meeting. The Executive Committee shall have the right to co-opt one member of the Association to help with programme selection if the Executive Committee should judge this to be necessary.

7. HONORARY AUDITORS AND FINANCE

a) The income of the Association is derived from:

- The annual membership fees, the amount of which is decided by the General Assembly
- Donations, gifts and bequests to the Association

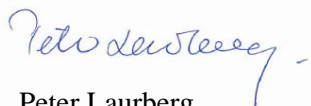
b) The annual accounts shall be submitted annually by the Treasurer to two Honorary Auditors. The Honorary Auditors shall be Ordinary members of the Association (but not members of the Executive Committee), elected by the General Assembly one year ahead. The Honorary Auditors advise the General Assembly of the accuracy of the income and expenditure account and the balance sheet of the Association. The annual account shall be approved by the General Assembly. The two Honorary Auditors are eligible for re-election.

8. TERMINATION OF THE EUROPEAN THYROID ASSOCIATION

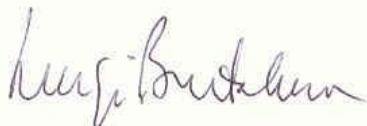
The ETA may be terminated only if such action is proposed by one third of the Ordinary members and agreed by a two-thirds majority of members present at the General Assembly. The General Assembly shall agree upon the disposal of the Association funds and records in such a case, whereby the capital of the Association may only be exclusively assigned to a recognised non profit Organisation, which is solely active in a corresponding field of expertise.

9. EFFECTIVE DATE

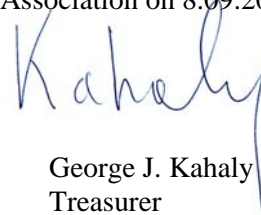
The Statutes in the present form were resolved and adopted by the General Assembly of the Association on 8.09.2009 and amended on 14.09.2010 (5c)).



Peter Laurberg
President



Luigi Bartalena
Secretary



George J. Kahaly
Treasurer