



UNION EUROPÉENNE DES MÉDECINS SPÉCIALISTES EUROPEAN UNION OF MEDICAL SPECIALISTS

Association internationale sans but lucratif

International non-profit organisation

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UEMS STATUTES

Article I. Name

An international non profit-making association is constituted under the name “European Union of Medical Specialists” (UEMS).

This association is regulated by the statements of Title III of the Belgian Law of 27th June 1921 on non profit-making associations, international non profit-making associations and foundations (articles 46 to 57).

It represents all medical specialists in Europe operating through a Council, an Executive, a Board, Specialist Sections & Boards. Its work is underpinned by Standing Committees on Continuing Medical Education and Professional Development, on Postgraduate Training, Quality Management in Specialist Practice, as well as ad hoc Working Groups.

A medical specialist is defined as a doctor who has satisfactorily completed a specialist training programme in a recognised specialty conforming to the UEMS Charter on Specialist Training.

Article II. Registered offices

The registered offices of UEMS are established in Brussels (BE-1040), Rue de l'Industrie No.24.

The offices can be transferred to any other place in Belgium by a simple decision of the Council.

Article III. Objectives

- I. UEMS aims for the following international non profit-making objectives:
 - The study, promotion and harmonisation of the highest level of training of the medical specialists, medical practice and health care within the European Union;
 - The study and promotion of free movement of specialist medical doctors within the EU;
 - The representation, within this framework, of the medical specialist profession in the Member States of the EU, to EU authorities and any other authority and/or organisation

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dealing with questions directly or indirectly concerning the medical profession, and any action which might further the achievement of the afore-mentioned objectives.

- The defence of the professional interests of European Medical Specialists.

II. The activities UEMS proposes, in order to achieve these objectives, are primarily the following:

- Setting up Sections and Boards for each medical specialty;
- Setting up a general system of accreditation of Continuing Medical Education and Professional Development, Postgraduate Training, Quality Management, at European level;
- Setting up Working Groups on issues of interest for medical specialists at European level;
- Organising seminars and studies in the relevant fields of specialist medicine;
- Any other activity which would be considered necessary.

III. The UEMS may also invest in real estate, whether building or other type, through the use of its own resources or through the use of loans, as well as manage, operate and develop such property, including the purchase, sale, lease, provision, leasing of real rights, construction, conversion and renovation, all in their broadest sense, provided that its “non- profit goal” is not thereby altered or a commercial activity developed.

The UEMS may perform all civil, real estate and other property transactions, which are, directly or indirectly, linked with its objectives and will facilitate, directly or indirectly, wholly or partially, its realisation.

Article IV. Members

The UEMS is open to Belgians and foreigners.

IV.1. Full Members

The UEMS is composed of at least three full Members, legitimate persons/entities, legally constituted in keeping with the laws and customs of their country of origin.

Any organisation representing specialist medical doctors, having legal personality or constituted in keeping with the laws and customs of its country of origin, can also become a full Member of the UEMS under the following condition:

- Only the most representative non-governmental national professional organisation of a European Union Member State or a signatory country of the European Economic Area Agreement and Switzerland representing medical specialists may be elected to become a full Member of UEMS.

Full Members compose the Council of UEMS with voting rights.

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The delegates of each national member organisation are under the obligation:

- Objectively and without delay, to inform the specialists in their countries of the activities and decisions of UEMS;
- To send to the Secretary General, at least once every twelve months, no later than two months before the date of the Council meeting, a written summary about the development of the specialists doctors' professional situation in their country.

IV.2. Associate Members

National organisations representing specialist doctors in other member countries of the Council of Europe, but which are not a member of the European Economic Area (EEA), and in other interested European countries, can become associate Members.

Associate Members sit on the Council in an advisory capacity.

IV.3. Observers

The UEMS reserves the right to admit observers, including other organisations representing medical specialists from other countries.

Observers sit on the Council in an advisory capacity.

Article V. Admission, resignation and exclusion

V.1. Admission

The admission of new Members is made under the following conditions:

- The organisation fulfilling the criteria stated in article IV and wishing to join the UEMS must submit its application to the Secretary General who will transmit it to the Executive.
- The Executive determine under which category of Membership the candidate organisation can join, and then submits the proposal to the Council to vote on the admission.
- The Council decides on acceptance by a vote with a majority of two thirds.

V.2. Resignation

Any full active or associate Member or observer is free to resign at any time from the association, by a request to the Council in writing. The resignation shall come into force after a period of one year.

V.3. Exclusion

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The exclusion of Members can be proposed by the Executive to Council after having heard the defence of the organisation in question. The exclusion is decided by the Council by a majority of three-quarters of the Members present or represented after hearing the defence.

Resigning and excluded Members have no rights to the assets.

Article VI. Resources

Resources of UEMS come from:

- Annual compulsory fees for the three categories of Members: the amount and the repartition are fixed each year by the Board following the proposal of the Executive;
- Any financial support from any other origin and approved by the Board.

Any Member having yet to pay its contribution six months after being given formal notice to pay can be suspended or excluded by the Council according to the procedure mentioned in article V.3. The Council may decide to readmit a suspended or excluded Member with a decision by two thirds of the fully active Members present or represented after payment of the outstanding contribution.

Article VII. Council

VII.1. Competences

The Council has full competence to ensure achievement of the objectives and activities of the association. This is its main function.

The Council is primarily responsible for the management of the following points:

- a) Amendment of the statutes;
- b) Appointment and dismissal of the members of the Enlarged Executive;
- c) Voluntary winding up of the association and allocation of its assets after settlement of debts;
- d) Admission and exclusion of full or associate Members or observers;
- e) Other competences, notably the adoption of Rules of Procedure, which give details on the functioning of the organisation as well as the composition of its structure.

VII.2. Composition

The Council is composed of full and associate Members together with observers. Member organisations are represented within the Council by one or two delegates, or by their duly mandated deputies.

Only full Members (see article IV.1) have voting rights.

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Associate Members and other observers (see respectively articles IV.2 and 3) have an advisory capacity and cannot vote.

VII.3. Meeting and Formal Invitation

The Council is chaired by the President of the UEMS and meets at least once each year at the place indicated on the formal invitation.

This formal invitation is drafted by the Secretariat of the UEMS and is sent by letter, fax, e-mail or any other means of communication at least one month before the meeting of the Council. The invitation shall include the draft agenda.

An extraordinary meeting of the Council can also be called by the Executive or by more than a third of full Members in writing.

VII.4. Decisions

The Council is legitimately constituted if the majority of full Members (see article IV.1) are present or represented.

Full Members can be represented within the Council by any other full Member having given to it a special proxy. Each full Member can only have one proxy.

Other than under exceptional circumstances, issues not included on the agenda cannot be voted on.

Resolutions are taken by a simple majority of full Members present or represented, except for other provisions stated in the statutes.

All Members must be informed of the decisions taken, by provision of the minutes of the meeting.

Article VIII. Executive

VIII.1. Competences

The Executive has the responsibility to perform the day-to-day administration of UEMS and its Brussels office.

It is responsible for the implementation of UEMS policy as decided by the Council and Board.

It has discretion to act on urgent matters and to report such activities to the Council for ratification.

It maintains close relations and co-operation with the specialty Sections and Boards

It is responsible for the establishment, co-ordination and management of the Standing Committees as well as any other body relevant to the pursuit of the objectives of the organisation.



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VIII.2. Composition

The Executive consists of at least four members, i.e. the President, the Secretary-General, the Treasurer and the Liaison Officer.

The Enlarged Executive consists of the Executive with the addition of the four Vice-Presidents.

The President, the Secretary General, the Treasurer and the Liaison Officer are elected from the delegates of full Members by the Council. They sit *ex officio* on the Council and Board, without voting rights. The functions of members of the Executive are considered as supranational and therefore cannot be combined with the functions of a national delegate within the Council. Their functions end with the end of their mandate or by death, resignation, civic inability or provisional dismissal.

The length of the mandate of the members of the Executive is four years, and can only be renewed once in the same position.

Members of the Executive can be dismissed by the Council deciding by a majority of two thirds of the full Members present or represented.

In case of a vacancy during the mandate, the Council will elect a replacement until the next statutory elections.

All acts related to the appointment, the dismissal and the termination of members of the Executive, and established in accordance with the law, are sent to the "Service public fédéral Justice" in order to be added to the file, and are published in the Annexes of the "Moniteur Belge" at the charge of the UEMS.

VIII.3. Meeting and Formal Invitation

The Executive is chaired by the President of the UEMS and shall meet at least four times each year at the place indicated on the formal invitation.

The Enlarged Executive shall meet at least twice a year on the day before all meetings of the Council.

This formal invitation is drafted by the Secretary General of UEMS and is sent by letter, fax, e-mail or any other means of communication at least one week before the meeting of the Executive. The invitation shall include the draft agenda.

VIII.4. Decisions

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The Executive is legitimately constituted if the majority of its members are present. Decisions are taken by consensus.

Article IX. Board

IX.1. Competencies

The Board is limited to financial affairs. It is responsible for deciding on the total budget and the budgetary key.

IX.2. Composition

The Board is made up of:

- The heads of delegation, or duly appointed deputy, of each full Member of the Council. They sit on the Board with voting rights.
- The President, the Secretary General, the Treasurer and the Liaison Officer. They sit ex officio, without voting rights.

IX.3. Meeting and Formal Invitation

The Board meets at least once a year or following specific formal invitation of the President and the Secretary General.

The formal invitation shall be transmitted by letter, fax, e-mail or by any other means of communication at least one month before the date of the meeting.

IX.4. Decisions

The Board can validly deliberate only if at least a majority of the Members are present or represented.

A member can be represented by a deputy of his own delegation or by another head of delegation. Only one proxy is permitted.

Resolutions of the Board require a two thirds majority of members present or represented.

Article X. Specialist Sections and their European Boards

X.1. Competencies

The Specialist Sections (hereafter Sections) represent the interests of their particular Specialty. Any specialty may apply to Council to create its own Section if it is recognised as an independent specialty in at least 1/3 of the Member States.

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Every Section has the right to create its own Board to address scientific and training interests.

X.2. Composition

Each delegation to a Section shall consist in 2 delegates from the country of each member country of the Council of UEMS nominated by that member of Council.

Each delegation to a Board shall consist in 2 members, one from the Section and one from the recognised academic or scientific Society of the country.

Article XI. Standing Committees

XI.1 Standing Committee on Continuing Medical Education and Professional Development

Its aim is to recognise high-quality European education and has strict rules for organisers of activities. Its function is the accreditation of CME-CPD activities at the European and International level for the benefit of national medical specialists

This Committee will include responsibility for the European Accreditation Council for Continuing Medical Education (EACCME[®]). The EACCME[®] is a body of the UEMS administered by the Executive.

It works closely with both the National Regulatory authorities for CME and/or CPD (Continuing Professional Development) and also the specific expertise of the Sections and Boards.

Its Advisory Committee shall meet at least once per annum.

XI.2 Standing Committee on Postgraduate Training

Its aim is to recognise high-quality European postgraduate training and assessments, and acknowledge individual doctors' competence in accordance with a harmonised European standard.

Its functions are the harmonisation of postgraduate training standards and guidelines, their implementation, and the assessment and certification of individual medical specialists on the basis of these harmonised standards and guidelines.

This Committee will include responsibility for the European Council for the Accreditation of Specialist Medical Qualifications (ECAMSQ[®]). The ECAMSQ[®] is a body of the UEMS administered by the Executive.

It works closely with both the National Regulatory authorities for postgraduate training and assessment, and also the specific expertise of the Sections and Boards.

Its Advisory Committee shall meet at least once per annum.

XI.3 Standing Committee on Quality Management in Specialist Practice

Its aim is to ensure high standards and guidelines of quality of care provided to patients, and to determine the fitness of European medical specialists' working environments. Its functions are the harmonisation of quality management standards and guidelines; their implementation; and the certification of medical specialist practice and/or hospitals (clinical practice).

This Committee will include responsibility for the European Accreditation Council for Quality Management (EACQM). The EACQM is a body of the UEMS administered by the Executive.

It works closely with both the National Regulatory authorities for quality management, and also the specific expertise of the Sections and Boards.

Its Advisory Committee shall meet at least once per annum.

Article XII. Working Groups

The Council and/or the Enlarged Executive can, at any time, establish Working Groups in order to achieve the goals of the association (Article III of the Statutes).

Working Groups will operate with a time limit under the co-ordination of a chairperson appointed by the Enlarged Executive. Working Groups are only open to persons who are nominated as experts by the Enlarged Executive, or the chairperson personally. The mandate shall last until the end of the Working Group, i.e. at completion of its mission statement.

The Working Group has the obligation to report to the Enlarged Executive, and the results will be decided on by the Council. To that end, the chairperson shall be invited to the meetings of the Enlarged Executive and/or Council when appropriate.

Article XIII. Representation of the association vis-à-vis third persons or in Court

All acts concerning the UEMS are, except for specific proxies, signed by the President and the Secretary General or, in his absence, by two designated members of the Enlarged Executive. The UEMS is validly represented in Court, either by request or in defence, by its President or its Secretary General.

Acts related to the appointment, the dismissal, and the end of functions of persons entitled to represent the international non profit-making association, and established in accordance with the law are communicated to the "Service public federal Justice", in order to be added to the file, and are published in the Annexes of the "Moniteur Belge" at the charge of the association.

Article XIV. Budget and accounts

The financial year begins on 1st January and ends on 31st December of each year.

In accordance with article 53 of the law, annual accounts of the financial year as well as the budget for the following year, are drafted by the Executive and shall be approved by the Board each year. They are submitted to the Council at its next meeting for information.

Accounts are transmitted, in accordance with article 51 of the law, to the "Service public fédéral Justice".

Article XV. Amendment of the Statutes and Winding-up of the association

Without prejudice to articles 50 §3, 55 and 56 of the law on non profit-making associations, international non-profit associations and foundations, any proposal aiming to amend the statutes

or to wind up the association must come from the Executive, or from more than a third of the full Members.

The Executive must inform the Members of the association at least one month ahead the date of the meeting of the Council which will decide on the said proposal as well as on the amendments proposed. The whole text of the amendments proposed must be included in the agenda of the extraordinary meeting called for this purpose. In order to avoid any mistake in translation, amendments under this Article will be drafted in the French language to comply with Belgian law.

The Council cannot decide on the proposal if it does not have two thirds of the voting Members present or represented.

No decision can be taken if it is not supported by the vote of a majority of four fifths of the voting Members present or represented.

However, if two thirds of the full Members are not present at the meeting of the Council, a new meeting will be called, in order to decide definitely and validly on the proposal, by the same majority of four fifths, irrespective of the number of Members present or represented, at the earliest not less than fifteen days following the first meeting.

Amendments to the Statutes will come into force only after approval of the competent authority, accordingly to article 50 §3 of the law, and after publication in the Annexes of the "Moniteur Belge" accordingly to article 51 §3 of the said law.

The Council will fix the disposal of winding up and settlement of the association.

The possible assets after settlement will be given to a non-profit making legal entity/legitimate person that has as its aims a similar social objective or, by default, to a lost interest.

Article XVI. General provisions

All that is not provided for in the aforesaid statutes and notably the publications to the Annexes of the "Moniteur Belge", will be dealt with in accordance with the proposals of Title III of the Belgian law of 27 June 1921 on non profit-making associations, international non profit-making associations and foundations.