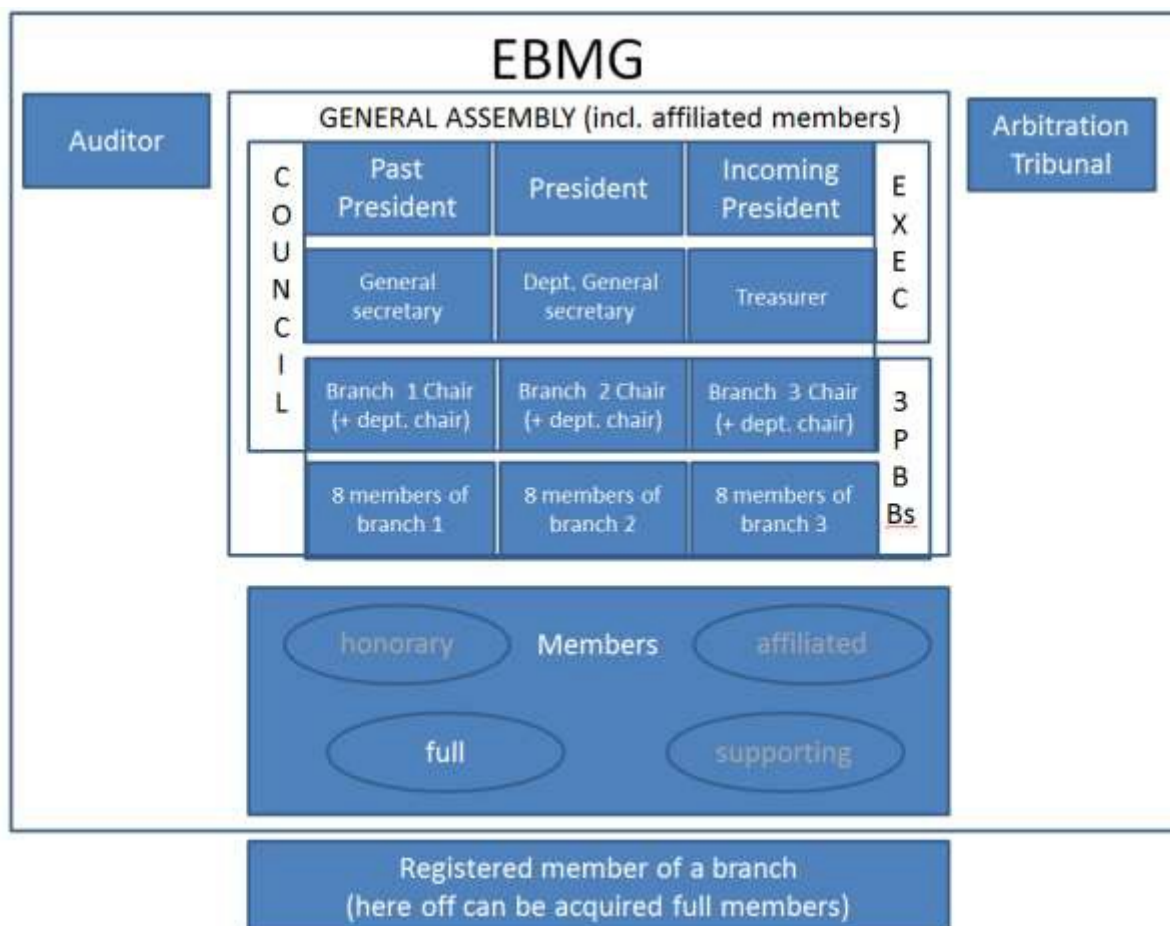


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Statutes of the European Board of Medical Genetics EBMG

General overview of the EBMG organization



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Terminology: (alphabetically)

Association: The organisation EBMG

Arbitration Tribunal: A court for the management of all disputes arising from the association relationship.

Auditors: A group of three professionals, external to EBMG, responsible for auditing the financial transaction of the EXEC as well as the Branches

Branch associates: Persons affiliated with a Branch for a specific task according to branch

Branch Meeting: The highest authority of a Branch

Branches: The three professional bodies for the Medical Specialists in Medical Genetics and Genomics (MGG), the Genetic Counselors and Genetic Nurses (GCGN), and the Clinical Laboratory Geneticists (CLG)

Chair: Head of a Branch

Council: The EXEC, the Branch chairs and deputy chairs.

EXEC: The executive committee of EMBG (president, incoming president, past president, general secretary, deputy general secretary and treasurer).

Registered CLG, GCGN or MD: Individual registered and being certified according to each branch's registration system

General Assembly (GA): The highest authority of EBMG. The assembly of all full members.

Members:

- **Affiliated members:** Three representatives from the ESHG as a liaison person to the General Assembly that are from each profession embodied in the EBMG (CLGs, MDs and GCGN)
- **Full member:** A person elected as member of a Branch, or a member of the executive
- **Honorary members:** persons who have promoted the cause of EBMG and/or its aims and objectives in an exceptional way
- **Supporting members:** Any person of any organisation substantially financially supporting the aims of EBMG.

President: Head of the EMBG

Professional Branch Board (PBB): The Chair and Deputy Chair of a Branch plus 8 Full Members

RoPs: Rules of Procedures of EBMG

SoPs: Standard operational procedures. Documents regulating activities of a Branch of EBMG.

Steering group: The executive committee of a Branch

The gender-specific terms used in these statutes are to be understood as gender-neutral and address both men and women.

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I. Name and Seat

1. The "European Board of Medical Genetics", abbreviated to EBMG.
2. The Seat of EBMG is Vienna; its activities are worldwide.

II. Purpose of the EBMG

1. The aim of the EBMG is the establishment and promotion of professional standards of education, training and practice in human and medical genetics and genomics and genetic counselling in Europe.

1.1 The EBMG pursues exclusively and directly aims for public benefit. It is a non-profit educational and professional association.

1.2 It has no commercial interest, nor is it bound to any industrial or commercial enterprise.

1.3 The EBMG's funds and any profits may exclusively be used for purposes in compliance with the Statutes.

1.4 No person may benefit from expenses alien to the purpose of the EBMG, or from disproportionately large reimbursements of expenses.

2. The EBMG is an independent body for the purposes of setting professional standards in training, practice and operation of professional registration processes.

3. To ensure the work of the EBMG remains current and informed by professional practice, the EBMG is affiliated with the European Society of Human Genetics and, if applicable will be to other societies in the field of promoting education and training for health professionals in medical genetics, genomics and genetic counselling.

4. Branches may establish affiliations appropriate to societies that they deem necessary to remain current and informed by professional practice.

III. Means to reach the purpose of EBMG

1. The non-material and material means listed in subsections 2 and 3 will serve to fulfil the tasks listed in § 2.

2. The following are considered non-material means:

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- 2.1 Development and administration systems of certification and/or renewals for professionals working as specialists in genetic healthcare
 - 2.2. Organization of congresses, symposia, workshops, assessment activities and examinations.
 - 2.3 Publication of printed periodicals and other media products in the print and/or electronic manner.
 - 2.4 Active promotion of communication and dialogue between the EBMG, other professional organizations, industry and public authorities.
3. The required material/financial means are to be obtained by:
- 3.1 Registration fees which will be decided upon by the Branches.
 - 3.2 Donations, subsidies, promotion, and other support from public and private organizations.
 - 3.3 Revenue from events, publications, and corporate sponsorship
 - 3.4 Promoting contributions from supporting members
 - 3.5 Management of own assets (e.g. interest income, income from participations, etc.)
 - 3.6 Any other resource or benefit that does not conflict with applicable laws.
4. Legally binding business can only be contracted by the persons mentioned in § X (2.2.2)
5. Activities of the EBMG are regulated in its Statutes and Rule of Procedures.

IV. Membership

The EBMG has four kinds of membership: Full members, Affiliated members, Supporting members and Honorary members.

1. Full members:

- 1.1 Any eligible person for Branch registration (preferred a registered member of a Branch) can be a Full member of a Branch of EBMG.
- 1.2 An eligible person is considered to have education and training appropriate for the branch profession and to be in good standing within the community.

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1.3 This person should be eligible for European professional registration in one of the specialist professions covered by the EBMG branches.

1.4. A person cannot be a full member of more than one branch, even if holding competences for full membership for more than one branch.

1.5. Length of a mandate period as Full member is 4 years, renewable once in the same position.

1.6. Nomination and election procedures for each Branch must be clearly spelled out in a transparent and democratic process, which should be posted on the EBMG website.

1.6.1 Each Branch decides in their SoPs the internal election process of their full members.

1.6.2 The Branches should strive for overlapping mandate periods for their General Assembly members to preserve continuity of General Assembly activities.

1.6.3 The date of commencement and renewal of terms for all officers and Full members of the EBMG will be the date of the Annual General Assembly Meeting.

2. Affiliated members

2.1 To achieve the purpose stated in article 2.4, the Executive Committee of the European Society of Human Genetics can nominate one member from each profession represented as a liaison person to the General Assembly. Should a branch already include one *full* member nominated by ESHG, an additional *affiliate* member will not be required in this branch.

2.2 Their nomination must be confirmed by the EBMG General Assembly, and the mandate is for four years renewable once.

2.3 Their position in the EBMG is as representatives of the European Society of Human Genetics.

2.4 The GA can decide on affiliating membership from other professional or scientific organizations.

3. Honorary members

3.1 Honorary members are persons who have promoted the cause of EBMG and/or its aims and objectives in an exceptional way.

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3.2 Honorary members have speaking but not voting rights at the General Assembly's meetings.

3.3 Honorary members are nominated on the proposal of the EBMG EXEC, appointed by the General Assembly for lifetime, and are exempt from any eventual dues.

3.4 The principles stated in §V.3. ff. analogously applies to the resignation or exclusion from Honorary Membership

4. Supporting members

4.1 Supporting members are any persons of any organisation substantially financially supporting the aims of EBMG. These are individuals, institutions, corporations, or agencies, which have offered substantial financial, administrative, or in-kind assistance to the EBMG in support of their aims.

4.2 Supporting membership is only possible in EBMG and not for Branches.

4.3 Neither supporting individuals nor entities, have voting rights but may participate as observers with no right to discuss at the General Assembly's meetings.

4.4 Supporting members should contribute financially to the aims of EBMG.

4.5 The GA decides upon acceptance of a supporting member.

V. Termination of Membership

1. The membership or association of physical persons ends at the end of their term in their respective body or when they no longer hold a valid registration or in the event of death of that person.

2. For supporting entities, membership ends when they stop paying their contribution to the EBMG. At that moment their term is finished and will not be renewed. Membership can also end by cancellation or by exclusion by the EXEC board.

3. Resignation is possible at any time by simple email sent in parallel to the Branch chair and General Secretary of the EBMG.

4. Exclusion of a member can be recommended by a 2/3 majority of members of the Branch this person belongs to, or the EXEC Board in case of gross ethical or professional misconduct of member duties damaging the interests and aims of the organization.

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4.1 Exclusion of a member must be decided by the General Assembly by qualified 2/3 majority vote of all members after the member concerned has had the opportunity to defend him/herself.

4.2 The member concerned cannot participate in this vote and cannot vote by proxy.

VI. Branch associates

1. A Branch may have persons registered as Branch associate.
2. Their legal status inside the Branch is regulated by the Branch itself.
3. The Branch associates do not have the rights of Full members within the EBMG whereas they can serve in Branch activities.

VII. Representative bodies of the EBMG

1. The representative bodies of the EBMG are the General Assembly, the EXEC, the Council and the Professional Branch Boards (PBBs).
2. The Auditors
3. The Arbitration Tribunal.

VIII. Organisation of the EBMG

1. The EBMG

1. The EBMG is a federative overarching organisation of three different specialist professions of medical genetics, PBBs, in health service, named Branches: Genetic counsellors and Genetic nurses (GCGN), Clinical laboratory geneticists (CLG) and Medical specialists in medical genetics and genomics (MGG).

1.1 The EBMG is governed by the General Assembly.

1.2 The EBMG, the EXEC and the Council is led by the President.

1.3 The Regulating documents of the EBMG are:

- The Statutes of the EBMG
- The SoPs of the Branches (see terminology)

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- The RoPs of EBMG (if we should have any)

1.4 The Statutes should be publicly available on the EBMG website.

2. The General Assembly

2.1 The Association is organized with a General Assembly as highest authority.

2.2 The GA meets at least once annually, preferably in conjunction with the annual conference held by the ESHG.

2.3 The General Assembly consists of 30 Full members, 10 appointed by each branch, and the EXEC members who are not Branch members and the three Affiliated members from the ESHG.

2.4 The General Assembly elects the EXEC.

2.5 The mandate period for treasurer, general secretary and deputy secretary is 3 years. All renewable once in the same position.

2.6 The General Assembly may appoint Exec members who are not Branch members for a mandate period of maximum 3 years. Such a person should be a registered professional through one of the branches or, as a minimum, by the General Assembly considered to be eligible for that.

2.7 The GA must confirm-or reject the acceptance of liaison persons representing other organizations to the EBMG suggested by the EXEC.

3. The executive board (EXEC)

3. 1. The EXEC consists of 6 persons (President, incoming President, past President, general secretary, deputy general secretary and treasurer).

3.2. EXEC members should preferably, but not need to, be members of any of the three Branches.

3.3 The presidency is held for one year and should preferably be rotating on an annual base between the three Branches.

3.4 The Incoming President is nominated yearly by the correspondent Branch among branch members and is elected by simple majority at the General Assembly in the year before they take the office of president automatically.

3.5 For a Branch member who is appointed as incoming president, the mandate period is automatically prolonged until the end of the presidential cycle. For other officers of the Exec, the mandate period can be of 3 years, renewable once, shorter if the General Assembly so decides.

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4. The Council

- 4.1. The Council consists of the EXEC, the Branch chairs and Branch deputy chair.
- 4.2. The Council meets regularly with the EXEC, at least once a year, and is advisory to the Exec.
- 4.3. The Council reports to the Branches on a regular basis.
- 4.4. Before the General Assembly the EXEC proposes an agenda and seeks it endorsed by the Council.

5. The Branches (PBBs)

- 5.1 A Branch is not a legal entity on its own merits.
- 5.2 The Branch consists of the 10 Full members of the EBMG.
- 5.3 The Branch reports to the Executive and the GA on its activities
- 5.4 The Branch is internally governed by a Branch Meeting at least once a year.
- 5.5 The Branch will perform those activities connected with registration and education of their own professional group.
- 5.6 A Branch may name a person fulfilling the qualifications for registration as "Registered (+ branch abbreviation) of the EBMG".
- 5.7 Each Branch acts as a financially independent unit within the EBMG and decides exclusively on their own matters within the borders set by these Statutes.
- 5.8. The Branch organization shall be transparent and follow a democratic decision model.
- 5.9. Each Branch must develop Standard Operational Procedures (SOPs) regulating its activities including the process for election of Full members and associates. These should be in line with the Statutes of the EBMG and be approved by the EXEC and available on the website.
 - 5.9.1 In all matters of Branch activities, the Statutes of the EBMG supersede the Branch SOPs
 - 5.9.2 Paragraphs in the Statutes regulating the activities of the Association or the EXEC automatically also regulate the Branch activities of the Annual meetings and the Steering Groups if not stated otherwise in these Statutes or in the Rules and Procedures of EBMG.

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5.10. Each Branch should have an appeals committee for solving disputes regarding appeals of rejected registration portfolios (for academic failure or plagiarism) and other issues associated with the Branch activities. Detailed procedures should be outlined in the respective SOPs.

5.11. Each Branch is economically independent and responsible for financing its business.

5.11.1 Each Branch can have a financial officer who supports the functions of the EBMG treasurer, a person responsible for the expenses and accounting balance at the level of the Branch.

5.11.2 The EBMG may use yearly up to 20% of the Branch income to finance common activities (annual organization of the Exec and GA).

5.11.3 A Branch may give a loan to another Branch that specifically demonstrates its needs.

5.12. The auditors of EBMG are automatically auditors of the Branches.

6. The auditors

6.1. Three auditors are appointed by the General Assembly for three years, renewable once.

6.2 The auditors are responsible for auditing the financial transaction of the EXEC as well as the Branches.

6.3 Mandate periods should preferably be overlapping.

6.4 Auditors cannot be a member of the EBMG Executive Board or any other body that is subject to their own controlling activities.

IX. Tasks and Meetings of the GA

1. The GA reserves the right to the following tasks:

- Final acceptance of the agenda
- Approval of the Treasurer's report and account statement, as well as the closing of yearly accounts, involving the auditors
- Decide on the financial contribution from the Branches for their activities. The GA may request a sum not more than 20% of the income of a Branch.
- Election and displacement of EBMG EXEC members and auditors
- Discharge of the EXEC partially or completely

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- Discharge of the Treasurer
- Decision on honorary memberships
- Decision on amendment of the statutes and voluntary dissolution of the EBMG
- Deliberation and resolution on other points of the agenda

2. The EBMG president or EXEC will convene a regular annual GA.

2.1 The GA, the Council, and the Branches should convene physically at least once a year for a meeting, preferably in conjunction with the ESHG conference.

2.2 In case of emergency any annual meeting may be held as a virtual meeting using electronic votes, or by circulating e-mail to be approved by the Membership in line with the requirements for physical or virtual meetings.

2.3 The invitation must be sent out at least four weeks in advance of the GA meeting, and must include date, time, location, minutes from last GA and the agenda.

3. Proposals for additions to the agenda of the GA meeting must be presented to the EXEC in writing at least 2 weeks prior to the Council

4. The agenda of the GA should contain at least the following items:

- Approval of the agenda
- Approval of minutes of latest annual meeting
- Annual reports from the EXEC and the Branches
- Financial report of the EBMG
- Auditors' reports
- Discharge of leaving officers and members
- Elections or information on previous elections of new officers

5. Valid resolutions may be taken only on items figuring on the official agenda

6. GA meetings

6.1 At least 5 members from each Branch must be present, physically or by proxy to another member for a GA meeting should be able to make binding decisions.

6.2 A meeting properly convened and fulfilling 6.1 constitutes a quorum.

6.3 All votes and resolutions of the GA are made with simple majority of valid votes if not decided otherwise by the Council.

7. Votes on dissolution of the EXEC require a qualified majority as described in §XII.7.2.

8. The EBMG President will lead the GA.

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8.1 If unable to attend in line to take over the duties are:

- a. the past President
- b. the incoming President
- c. the General Secretary

8.2 In a situation where none of the persons mentioned in 8.1, the most senior EBMG EXEC member present will chair the meeting.

9. Extraordinary GA

9.1 An extraordinary GA meeting will be called within 4 weeks on request:

- a. from the EXEC Board, the Council, or a Branch
- b. by a written proposal of at least five Council members from at least two Branches
- c. by a request of the auditors
- d. by a decision of one of the auditors
- e. by a decision of a curator appointed by a court

9.2 Extraordinary GA meetings can be held virtually.

9.3 Proper notification of both the regular and extraordinary GA meetings will be issued

- a. by the EBMG EXEC,
- b. an auditor or a curator appointed
- c. by a court

either by mail, fax or email to every member of the EBMG.

9.4 The agenda for an extraordinary Council meeting may only contain items requested for this meeting.

X. Tasks, Meetings and Special Obligations of the EXEC

1. The EBMG EXEC is elected by the GA and consists of six as follows:

- President,
- past president,
- incoming president,
- General Secretary,
- Deputy Secretary,
- Treasurer

2. The EBMG EXEC, under the lead of the EBMG president, is responsible for managing the daily business of the EBMG.

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2.1 The President is responsible for managing the EBMG and represents the EBMG in public, chairs the Council and the EXEC.

2.2 Only the President may sign legally binding documents. To do so there needs to be a simple majority decision taken by the EXEC on the issue

2.3 If unable to do so:

- a. the past President
- b. the incoming President elect
- c. the General Secretary

3. The EBMG EXEC will be convened preferably monthly, but at least once a year, by the EBMG President. If not able to do so, in turn, the past president, the incoming president or the most senior EXEC member.

3.1 In case of emergency, the EXEC is also entitled to take decisions on their own responsibility in matters that would usually be in the scope of the GA.

3.2 These decisions, however, require subsequent approval by the GA.

4. The members of the EXEC may give notice of their resignation at any time. The notice of resignation must be submitted to the EXEC, or, if the entire EXEC is resigning, to the Council. The resignation only becomes effective once a successor has been co-opted.

4.1 On non-active retirement of an EXEC member, the EXEC will have the right to co-opt another eligible member in place, whereby the subsequent approval must be obtained at the next GA.

4.2 Should the EXEC not replace a non-active retired member, elections should be held at next ordinary GA.

4.3 If a situation emerges where the number of vacant positions in the EXEC threatens the daily activities of the Association and the EXEC does not make efforts for replacement, any member may, with assistance of one of the auditors, call for an extraordinary Council meeting.

5. The General Secretary shall be responsible for the organization of the meetings of the GA, the Council and the EXEC, the official agenda, and the minutes of each meeting.

5.1 The deputy secretary is assisting the General Secretary in their duties.

6. The Treasurer is responsible for proper financial handling and conduct of the EBMG, but not for the Branches.

7. Written statements need to be endorsed by the General Secretary; financial matters need to be endorsed by the Treasurer.

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8. The EBMG EXEC constitutes a quorum if all members have been invited and at least half of them representing all three Branches are present.

8.1 Decisions can be taken by simple majority. In case of equal number of votes, the vote of the acting president decides.

9. Minutes are to be taken on the deliberations and resolutions of the EXEC, which must be signed by the EBMG President or if not present the acting president countersigned by the president

10. All members of the EXEC will serve without compensation but may be reimbursed for expenses incurred in carrying out their duties. The approval for reimbursement shall be made by the EBMG president or the General Secretary, following a proposal from the Branch chair. The written or electronic agreement should be reported to the Exec.

XI. Tasks and Meetings of the Council

1. The council consists of the EXEC and:
 - Chairs and deputy chairs of the three professional branches if not in the presidential cycle
 - Any other person appointed by the Council
2. The Council is advisory to the EXEC.
3. The Council suggests and discusses matters of common interest of the EBMG.
4. The Council meets regularly with the EXEC at least one a year.
5. The Council prepares documents for decisions of the EXEC and the GA.

XII. Rights and duties of Members

1. All members are entitled to attend all General Assembly meetings.
 - 1.1 The required quorum for both General assembly and Executive Board Meetings is half of its full members present.
2. Every full member will have one vote.
3. Full members can give proxy for voting in the General Assembly to another member from their Branch.

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3.1 One full member cannot represent more than themselves and two other full members.

3.2 The Branch chairs and General secretary shall be notified about proxies' due time before the meeting.

4. The full members shall be informed on the financial status of the EBMG during the annual GA meeting.

4.1 The EXEC will inform the council about the completed auditing of the accounts. If this is made during the Council meeting, the auditors need to be involved.

5. If at least five of the full members of the GA brings forward reasons to ask for the financial status, the EXEC has four weeks to comply and to issue the documents to these members.

6. Members are compelled to promote the interests of the EBMG to the best of their power and knowledge and to refrain from harming the reputation and to counteract the aim of the EBMG.

7. Member should respect the Statutes and the decisions of the bodies of the Board.

7.1 If more than 10 Full members representing all three Branches wish to do so, they can call for an extra General Assembly to displace any or all EXEC members at any time. The displacement becomes effective with the nomination and vote on a new EXEC board member or the entire EXEC board.

7.2 Voting on displacement need a qualified majority of 2/3 of all full members in favor of displacement.

XIII. Financial Year

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

XIV. Amendment to these statutes

1. Changes to these Statutes may be made by two-thirds majority vote of the EXEC and of a simple majority vote of the full membership in an ordinary General Assembly.

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XV. Arbitration Tribunal

1. All disputes arising from the association relationship shall be settled by the Arbitration court.
2. The Arbitration court shall consist of a permanent member elected by the General assembly as chairperson (or in their absence or biasedness by his deputy, equally elected by the General assembly) and two further members who shall be made known to the chairperson in writing by each litigant. The members of the Arbitration court may not hold a different function or be employed by the European Board of Medical Genetics.
3. Each litigant may elect a trusted representative among the regular members of the association to represent them in arbitration proceedings. They have no voting rights, however.
4. The decision of the Arbitration court shall be final in its entirety.
5. The Arbitration court conducts the proceedings to the best of its knowledge and belief, and the decision shall be taken by a simple majority in the presence of all their members and after granting the parties hearing.
6. Their meetings and votes can be made electronically or in a circular resolution.
7. The Arbitration court is not involved in disputes regarding appeals of rejected registration portfolios (for academic failure or plagiarism). These issues are dealt with by a Branch appeals committee.

XVI. Voluntary dissolution of the EBMG

1. The voluntary dissolution of the association can be decided upon only in a general assembly and only by a two-thirds majority of the valid votes cast. The convening of the General assembly for the purpose of the dissolution of the association has to be made at least 4 weeks before the date of the General assembly.
 - 1.1 The resolution of dissolution of the General assembly then requires confirmation by a majority of 2/3 of the valid votes cast in an online vote by all full members in the course of a circular resolution. The deadline for voting is 14 days.
2. The general assembly has - as far as association's assets are available - to decide on the settlement. In particular, it must appoint a liquidator and make a decision as to whom the funds remaining after the settlement of the liabilities need to be transferred in accordance with 4.

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3. In the event of dissolution of the association or if the charitable purpose of the association ceases, the association's assets remaining after settlement of the liabilities shall be used in any case for charities or charitable purposes within the meaning of §§ 34 ff of the Austrian Federal Tax Code (Bundesabgabenordnung).

4. As far as possible and permitted, it should go to institutions that pursue the same or similar goals as the European Board of Medical Genetics.

Adopted 2014-06-12

Revised August 2021-08-26