

European Bioelectromagnetics Association

EBEA

Articles of Association

October 1989,
with changes adopted in June 2005, June 2007 and December 2009

Article I - NAME

The name of the Society shall be the European Bioelectromagnetics Association (EBEA).

Article II - REGISTERED OFFICE

The Society resides in the Ramon y Cajal Hospital, Madrid and is thus subject to Spanish Law. For legal purposes the Society will act in accordance with the Spanish Constitution. Article 22 Claims on the Society are limited to claims on its assets.

Article III - ANNEX

In view to become a European Society, an Annex of the Society will be founded in at least one country different from that where the Society has been founded.

To facilitate the management of the Society, an Annex can also be founded in the country of the treasurer, who has delegation and competence to create it according to the laws in application in his/her country.

For legal purposes, the national Annex of the Society will act in accordance with the ad hoc articles of its country constitution and claims on the Annex are limited to claims on its assets.

Article IV - DURATION

The Society is established for an unlimited period of time.

Article V - PURPOSE

The purpose of the Society shall be: (a) to promote in Europe scientific study and to advance the understanding of the interaction of electromagnetic energy and acoustic energy with biological systems, by bringing together scientists of various backgrounds, and by facilitating the European integration of research directed at all levels of biological organisation; (b) to promote education in Europe on bioelectromagnetics; and (c) to provide information on the results and implications of current research in this area.

Article VI - GOVERNMENT AND ADMINISTRATION

The Society shall be managed and administrated by the Society Members convened in General Assemblies, a Council elected by the Members and the deemed necessary Committees appointed by the Council.

Article VII - MEMBERS

Section 1.1. Members. The Society shall consist of six classes of Members: Full Members, Associate Members, Student Members, Emeritus Members, Honorary Members and Sustaining Members. Specifically, membership will be encouraged from scientists and organisations in Europe. Membership shall also be open to scientists and organisations from countries outside Europe.

Section 1.2. Full Members. Any scientific worker who is active in the field of bioelectromagnetics or allied areas as demonstrated by independent, original research or by other activities which have significantly fostered the development of the field is qualified to be Full Member. The rights and privileges of Full Members include voting, holding office and subscribing to Society publications at a reduced rate.

Section 1.3. Associate Members. Persons who have an interest in bioelectromagnetics or allied fields but whose professional activities are in other areas are qualified to be Associate Members.

Section 1.4. Student Members. Pre-doctoral students at degree-granting institutions are eligible to apply for Student Membership. Upon the award of a Ph.D., Sc.D., M.D. or equivalent degree, Student Membership shall be terminated.

Associate and Student Members have all the privileges of Full Members except that they may not vote or be elected in the Council.

Section 1.5. Emeritus Members. An Emeritus Member fulfils the requirements for a Full Member, but has become Emeritus or retired at its own institution. An Emeritus Member has all the rights and privileges of Members. The Council must approve each appointment to Emeritus Membership. To be eligible for Emeritus Membership, an individual must be a Full Member for at least one year.

Section 1.6. Honorary Members. Honorary Members can be nominated by the General Assembly following a resolution of the Council or a motion proposed by the General Assembly, supported by a simple majority. Honorary Members can be Members of EBEA or non-members who distinguished themselves in the field of bioelectromagnetics research or a closely related field. Honorary Members do not pay the annual membership dues.

Section 1.7. Sustaining Members. A person or corporation may be elected a Sustaining Member by the Council as a result of demonstrated and substantial acts benefiting the Society or its purpose. Only in the case of a person qualified as a Full Member may a Sustaining Member vote or be elected in the Council.

Section 2. Approval and resignation for Membership. The Council shall have final responsibility for approval or disapproval of all applications for Membership. The Council is also empowered to suspend, expel or accept the resignation of Members at its discretion.

Section 3. Duration of Membership. A Full Member, Associate Member or Student Member may resign at any time by giving written notice to the Executive Secretary.

Section 4. Membership Year. The Membership Year shall correspond to the calendar year.

Section 5. Membership Fees. The Council may determine in each Membership Year the amount of annual membership fees for all classes of Members during such Membership Year, according to the needs of the Society. The Council shall decide on the distribution of funds collected as membership fees.

Article VIII - COUNCIL

Section 1.1 Council. The affairs of the Society shall be managed in accordance with this Constitution by a Council elected by the Members. The Council shall consist of a President, a President-elect or Past-president and ten (10) Members, representing at least three (3) European Countries. The Members shall represent the following areas:

- Engineering/Physical Sciences (3 members)
- Biological/Medical Sciences (3 members)
- At-large (4 members)

At the first Council meeting after election the Council shall elect from the Council Members, Officers of Executive Secretary, Treasurer and such other Officers as may be deemed necessary.

Section 1.2 Terms of Office. The Council Members shall hold office for a term of four (4) years and shall be eligible for one re-election. The President-elect shall hold office for a term of one (1) year, after which he/she shall continue to hold office as President for a term of two (2) years, and finally shall hold office as Past-president for a term of one (1) year.

Section 1.3 Voting. All Members of the Council shall be entitled to one (1) vote each, although the vote of the President shall be preponderant in the case of a tie.

Section 1.4 Technical Secretariat. The Council shall have the right to be assisted by a partial time technical secretariat, paid by the Society.

Section 2. Election of Council Members. Elections shall be conducted by postal or secured internet ballot of the Members of the Society eligible to vote as specified in Article VII, sections 1.1-1.7 hereof. Elections shall be held every two (2) years. With every election, a President-elect shall be elected, and one half of the Members of the Council. Council Members must be Members of the Society with a Membership entitled to be eligible to the Council as specified in Article VII, sections 1.1-1.7 hereof. Lists of candidates for each position of Council Members shall be prepared by a Nominating Committee appointed by the Council.

Section 3. Regular Meeting. The Council shall meet during the Annual General Assembly of Members and at other times and places as it deems necessary. If deemed necessary by the President, the Council may transact its business by mail ballot, teleconferencing or similar agreed means.

Section 4. Quorum. Five (5) Members of the Council shall constitute a quorum for Meetings of the Council.

Section 5. Administration. The President of the Society shall in general supervise and control the business and affairs of the Society. He/She shall preside at meetings of the Members, of the Officers and the Council. He/She shall be responsible for executing policies determined by the Council and by the Membership at General Assemblies. He/She shall see that all orders and resolutions of the Council are carried into effect.

The President (or Council Member designated by the President) shall act as Spokesperson for the Society in every act of civic life and in the Courts.

The President is invested of most extended power to act in any circumstance in the name of the Society. He/She exerts this power in the limits of the goal of the Society, of the internal by-laws, and of the decisions of the General Assembly.

Section 6. Vacancies. Vacancies in the Council can be filled for the unexpired term by the President, after consultation with the Council, from the list of candidates for the category in question from the last election. .

Article IX - ASSETS

The assets of the Society constitute: the Membership dues; the Public or Private grants of money and revenue from property owned by the Society. The amount of the foundational budget was 35,000 Pesetas (approximately 210 Euro) and the annual estimates should be approximately 12,000 Euro.

Article X - GENERAL MEETINGS

Section 1. General Assembly. A General Assembly of Members shall be held every year and a Scientific Meeting should be held at least once every two years, at times and places decided by the Council. Notification of a Meeting, together with the Agenda as set by the Council, shall be sent to each Member not less than thirty (30) days prior to the date of the Meeting. Minutes of the proceedings shall be kept in one or more books provided for that purpose, authenticated by the signature of the President and the Executive Secretary.

Section 2. Conduct of General Assemblies. Conduct of General Assembly shall adhere to standard parliamentary procedures.

Section 3. Quorum. The Members present at a General Assembly shall constitute a quorum.

Section 4. Annual Business Report of Council. At the Annual General Assembly there shall be a session for reports of Council Members. A report on the financial state of the Society shall be made by the Treasurer. This financial report shall be approved by the majority of the Members present at the Meeting.

Section 5. Vote and Representation. Each Member who is present shall be entitled to one (1) vote at all Meetings of the Members of the Society or in postal or electronic ballots.

Article XI - COMMITTEES

The Council shall have power to delegate any of its powers that may be delegated to any committee to act for and in place of the Council when not in session or for special purposes, designating their duties and powers in the resolution of appointment. Such resolutions must be adopted by a majority of the Council Members.

Article XII - FISCAL YEAR

The Fiscal Year of the Society shall correspond to the calendar year.

Article XIII - CHANGES TO THE CONSTITUTION

Changes to the Constitution can only be made at a properly constituted General Assembly of the Society at which a majority of the Members eligible to vote is present. If this majority is not reached, a second General Assembly shall be convened. In this meeting, changes to the Constitution can be made whatever shall be the number of present Members.

A resolution to change the Constitution must be proposed by the Council or by ten percent (10%) of the total Members or at least twenty five (25) Members, whichever is the greater. The resolution is passed if it gains the vote of at least two-thirds (2/3) of Members present at the General Assembly.

Written notice of the substance of the proposed change shall be sent to all Members not less than thirty (30) days prior to the time at which it shall be submitted to a vote. Changes shall go into effect following their adoption at a General Assembly.

Article XIV - DISSOLUTION

The Society may be dissolved at a properly constituted General Assembly at which a majority of the Members eligible to vote is present. If this majority is not reached, a second General Assembly shall be convened. In this meeting, the Society may be dissolved whatever shall be the number of present Members. This General Assembly shall be specially convened for the purpose by the Council or by the action of at least ten percent (10%) of the total Members or twenty five (25) Members, whichever is the greater. A resolution to dissolve the Society is passed if it gains the vote of at least two-thirds (2/3) of the Members present at the General Assembly. Upon dissolution the assets of the Society shall be distributed to one or more European Societies having similar objectives.

Article XV - NOTIFICATION OF CHANGES

The President shall make known any changes in the Constitution; change in address of the registered office; dissolution of the Society, to the Spanish Register of Associations.
