

EASD/EFSD Board Book

September 2022

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EASD/EFSD Board Book

The Board of the European Association for the Study of Diabetes e.V. (EASD) is also the Board of the European Foundation for the Study of Diabetes (EFSD).

The Board comprises of 5 - 12 members. Of these, up to two persons (internal or external to the Association) with expertise in the area of “finance and/or law” may be appointed by the Board as (a) Board member(s).

Board members are elected by the members of the Association with usually a term of office of four years. Board members may be re-elected with a term of office of up to four years. The Board decides on the positions/tasks of its newly elected members.

1. General responsibilities

- Attend certain meetings:
 - EASD/EFSD Board meetings (Winter, Spring, Autumn + only EASD Board meeting in November)
 - EASD General Assembly
 - EASD Annual Meeting
 - Meeting with EASD Corporate Members (usually held after the EASD Winter Board Meeting; President and/or Senior Vice President to represent the Board)
 - Meetings with industry and collaborators (in-person on the occasion of EASD Annual Meeting and ADA Scientific Sessions; President, Chair EFSD and Chair PGEC attend)
 - Meetings with the EASD Academy (chair of the Academy will attend)
- Perform official duties:
 - Elect President and Senior Vice President from midst of Board
 - Approve nominations for committees/roles
 - Oversee finances of Association and Foundation and approve annual budgets
 - Approve accounts for General Assembly
 - Appoint Executive Director(s)
 - Report to members at General Assembly
 - Appoint representatives for selected tasks, if required
- Promote EASD/EFSD
- Liaise with industry for fundraising purposes
- Discuss succession planning of Board members, especially for crucial positions (e.g., President, Honorary Treasurer, Honorary Secretary, Chair EFSD, Chair Academy)
- Develop succession planning strategy to secure continuity on the Board and help maintain a consistent workflow/execution of projects to optimise the performance of the Association.
- Work with the office staff on dedicated projects

During their term of office, Board members are not permitted to apply to EFSD Grant or Fellowship Programmes as Principal or Co-Investigator (as collaborator is possible). If Board members serve as EFSD reviewers, no remuneration is paid. In addition, current members of the Board cannot be nominated for EASD Prizes.

2. Board meetings

There are generally three regular EASD and EFSD meetings (Winter, Spring and Autumn) per year which will take place either virtually or face-to-face. In order to ensure a smooth transition and continuity following a change of Presidency, the immediate Past President will attend the Board Meetings as observer for a period of one year. As the Autumn Board meeting usually

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takes place on occasion of the EASD Annual Meeting (on the Monday) with limited time, there is a fourth EASD Board meeting in November. In addition, there might be extraordinary Board meetings should this be required. For urgent decisions of the Board, email votes might be required which will then be ratified at the next Board meeting. The EFSD Board Meetings are usually held directly after the EASD Board Meetings.

The Board meetings are minuted by the staff of the Executive Office. The minutes are also translated into German to meet the requirements of the German authorities.

The Winter Board meeting normally takes place in January/early February, the Spring meeting in April/early May and the Autumn on occasion of the EASD Annual Meeting, usually on the Monday.

For all (face-to-face) Board meetings, hotel accommodation for the Board members will be arranged according to the travel dates; the Board organises their own travel (economy class), the costs for which will be reimbursed after each meeting in line with the EASD travel policy.

3. General Assembly

The General Assembly usually takes place on occasion of the EASD Annual Meeting. Moreover, there are electronic resolutions via an external and independent provider of election services throughout the year. The General Assembly shall in principle decide by dichotomous vote (yes/no) with a simple majority of the valid votes cast; abstentions shall not be counted. If the General Assembly is voting on amendments of the Articles of Association, a majority of three-quarters of the valid votes cast shall be required; abstentions shall not be counted. For elections, in particular to the Board, a preference voting system with a single transferable vote is to be applied in principle. The candidates with the highest preference shall be considered elected until the intended number of Board members has been reached. The other elected candidates act as substitute members for retiring members of the Board.

3.1. Nomination and election of Board members

Board members are elected by the members of the Association with usually a term of office of four years. Board members may be re-elected with a term of office of up to four years. The Board decides on the positions/tasks of its newly elected members. The Board shall elect a President and a Senior Vice President from its midst.

Members are notified of upcoming nominations and elections at least two weeks prior to the electronic resolution/opening of the system of the independent election services provider. Details of the nomination and election procedures are determined by the Board in the respective calls.

4. EASD Annual Meetings

The Board receives complimentary registration for the Annual Meeting and the accommodation will be taken care of by the EASD office. The Board organises their own travel, the costs for which will be reimbursed after the Annual Meeting, in line with the EASD travel policy.

During their term of office, Board members are not allowed to participate in the meetings/symposia “on the occasion of the EASD Annual Meeting” which are sponsored by pharmaceutical industries. Participation of Board members in the EASD Scientific Programme as invited speakers and/or chairs should be avoided. Board members may serve as ad-hoc replacements for chairpersons.

5. Personal commitment

- No remuneration
- (Legal) representative of the Association and Foundation
- Uphold and promote the mission and aims of the Association and Foundation
- Time required varies, however, meetings, teleconferences, correspondence and travel require the use of private time and commitment

6. Board positions and responsibilities

6.1. President

Responsibilities

- Legal representative of EASD and EFSD (registered in the respective official registers)
- Financially liable, oversee finances (personally legally responsible). An insurance policy is issued on her/his name.
- Uphold EASD/EFSD name and reputation
- Promote EASD/EFSD
- Ensure integrity and unbiased transparency of all decisions made by the Board
- Present report at EASD Board Meetings and EASD General Assembly
- Oversee strategy planning
- Liaise with key opinion leaders
- Attend meetings with collaborators and industry
- Member of the Finance Committee
- Chair of Claude Bernard Prize Committee and Minkowski Prize Committee

6.2. Senior Vice President

Responsibilities

- Legal representative of EASD and EFSD (registered in the respective official registers)
- Financially liable, oversee finances (personally legally responsible). An insurance policy is issued on her/his name.
- Deputise for President
- Clinical or basic to balance with VP
- Jobs/tasks allocated based on expertise
- Chair of Camillo Golgi Prize Committee and Albert Renold Prize Committee

6.3. Vice President

Responsibilities

- Oversees Study Groups and endorsement of Scientific Programmes of these groups
- Member of the Finance Committee
- Clinical or basic to balance with Senior Vice President
- Report about Study Groups at EASD Board meetings
- Member of Camillo Golgi Prize Committee (if Editor-in-Chief not member)

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6.4. Honorary Secretary

Responsibilities

- Create schedule of Scientific Sessions for Annual Meeting
- Gather session topics for Annual Meeting
- Chair of and oversee the Programme Committee (2 Programme Committee Meetings p.a.)
- Liaise with responsible office staff (Scientific Programme Department)
- Liaise with Industry/institutions regarding trials
- Present report at the EASD General Assembly
- Chair of EASD/EFSD Rising Star (Fellowship) Committee
- Member of Minkowski Prize Committee

6.5. Honorary Treasurer

Responsibilities

- Liaise with legal and financial advisers as well as Managing Director and accounting department regarding income, expenditure and investments
- Prepare annual budget
- Present accounts at EASD/EFSD Board Meetings and EASD General Assembly
- Chair of the Finance Committee
- Member of Camillo Golgi Prize Committee

6.6. Chair Postgraduate Education

Responsibilities

- Chair of the PGE Committee
- Oversee e-Learning modules
- Oversee Face-to-Face Courses
- Oversee Collaborations
- Oversee Extra-European Courses
- Update Board on activities at Board Meetings
- Present report at the EASD General Assembly
- Fundraising for PGE activities
- Attend meetings with collaborators and industry

6.7. Editor-in-Chief Diabetologia

Responsibilities

- Oversee editorial office (Bristol)
- Ensure scientific integrity
- Oversee Editorial Board
- Paper reviews
- Promote the journal
- Maintain/increase impact factor
- News/press releases
- Work with European Diabetology and Springer
- Present report at EASD Board Meetings and EASD General Assembly
- Member of the EASD Committee on Clinical Affairs (CCA)

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- Member of Camillo Golgi Committee (if Vice President not member)

6.8. Chair EFSD

Responsibilities

- Oversee the administration of the EFSD office
- Oversee EFSD programmes, grants and fellowships
- Liaise with industry collaborators
- Present report at EFSD Board meetings (update on programmes)
- Maintain scientific integrity, transparency
- Member of the Finance Committee

6.9. Chair EASD Academy

Responsibilities

- Chair of the Academy Committee
- Oversee and coordinate activities of the Academy
- Update Board on activities at EASD Board meetings
- Discuss succession planning of committee members and continuity of the Academy and its activities

6.10. Co-opted Board members

Up to two persons (internal or external to the Association) with expertise in the area of "finance and/or law" may be appointed by the Board as (a) Board member(s). The co-opted Board member(s) has/have voting rights and the term of office is in principal four years, unless decided otherwise by the Board and can be extended up to four years.

The financial expert offers support and advice to the Board, in particular to the Honorary Treasurer, and the accounting department. The financial expert is a member of the Finance Committee.

The legal expert offers support and advice to the Board in legal matters together with the EASD Legal Affairs department.

7. Reimbursement of EASD/EFSD officers

- Officers eligible for reimbursement:
 - President EASD / EFSD (up to €35,000 EASD and up to €35,000 EFSD)
 - Chairman EFSD (up to €35,000)
 - Honorary Secretary EASD (up to €30,000)
 - Chair PGEC EASD (up to €15,000)
- Amounts will be decided on in either Winter or Spring EASD Board Meeting and proposed amounts approved by the EASD Trustees
- Money is to be paid to the institute of the EASD/EFSD officer. Not a personal remuneration but compensation to the respective institution for time spent on EASD/EFSD activities (e.g., participation in meetings) or to pay for secretarial support
- Reimbursement form to cover calendar year January – December
- List of jobs/activities in that calendar year to be attached to reimbursement form as proof of engagement/hours spent
- Executive Office to send forms (reimbursement + template for activities) to officers, entering date/period and name

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- Officers to submit the completed forms by 31 January of the following year
- If requested, the payment can be split twice yearly, i.e., per half a year so that the payment for the work done in the first six months can be received in the current year
- In case of a splitting, the form (reimbursement + template for activities) has to be submitted by 31 July and for the payment of the second half by 31 January

8. EASD duality of interest policy

Duality of interest forms must be completed by:

- all those appointed to serve EASD e.V. in an official capacity, e.g. members of the Board and members of EASD Committees (*Form A*)
- on an annual basis by all those serving EASD e.V. in an official capacity, e.g. members of the Board and members of EASD Committees (*Form B*).

Financial relationships \geq €5,000 that Committee members or their spouse/children/parents had during the report period with commercial interests, manufacturers, and/or proprietary entities must be reported.

The duality of interest forms are reviewed by the EASD Trustees and their reports are submitted to the EASD Board. The duality of interest forms of the Trustees are reviewed by the EASD President.

9. Code of Conduct

EASD has formulated a Code of Conduct (CoC) to help its members, employees, officials, and associated parties (EFSD and Diabetologia) to achieve the aims of the Association and act appropriately when representing the organisation.

EASD expects all its members, officials, and staff, as well as associated parties, to be familiar with the CoC and to follow it in all their doings on account of EASD or in any activity endorsed, funded or organised by the Association.

Any violation of the EASD CoC should be brought to the attention of the EASD Board. If deemed necessary, matters will be further examined by the Scientific Integrity Panel (SIP) of EASD, which will suggest an action and/or decision on the matter to the EASD Board. Suspected violations by EASD Board members should be brought to the attention of SIP directly.

The CoC is approved by the EASD Board and should be regularly reviewed for potential necessary updates.