

## EuChemS Bylaws

### Article 4 – Membership

4.1 The Association shall have Ordinary Members and Supporting Members. Ordinary Members are European, national or regional associations, institutions or societies, including those associated to Europe, whose membership is open to individuals working in the field of chemical and/or molecular sciences, which commit to support the aims and goals of the Association. Supporting Members are legal entities that do not qualify as Ordinary Members and support the aims and goals of the Association. The conditions for membership of a particular legal entity are decided by the General Assembly. The Executive Board can invite any third party as Observers at the request of the General Assembly. Contrary to Members, Observers shall have no voting right and pay no fee.

4.2 The Member must either be based in Europe or must adduce good reasons for being associated with European chemical and/or Molecular sciences.

4.4 Applications for admission to Membership are addressed to the General Secretary in writing at least one month before a scheduled General Assembly and must include a copy of the Statute, a description and the composition of the concerned associations/institutions.

4.5 The admission of Members is subject to approval by the General Assembly at the meeting following receipt of the application, by simple majority of votes following the recommendation of the Executive Board.

4.6 Each Member is free to resign from the Association by addressing a written resignation addressed to the General Secretary giving three months' notice. The resignation takes effect at the end of the calendar year.

4.7 The expulsion of a Member can be enacted by the General Assembly if:

- The Member has not paid the membership fee for a period of two years;
- The Member has failed to abide with the Statutes and/or the bylaws;
- The Member has brought the Association into disrepute.

The Member will have the opportunity to present a defence in front of the General Assembly before the decision on expulsion is taken. The decision regarding expulsion of a member will be taken by the General Assembly, with a simple majority of votes.

## Article 5 – Bodies of the Association

5.2.6 The number of votes granted to each Ordinary Member is a function of the share of the Member's financial contribution in the membership income of the Association in the fiscal year preceding the General Assembly. Each Ordinary Member has between one and twelve votes.

- Twelve votes are allocated to a member whose share is higher than 25% of the membership income,
- Eleven votes for a share over 20%,
- Ten votes for a share over 16%,
- Nine votes for a share over 13%,
- Eight votes for a share over 11%
- Seven votes for a share over 9%,
- Six votes for a share over 7%,
- Five votes for a share over 5%,
- Four votes for a share over 3%,
- Three votes for a share over 1%,
- Two votes for a share over 0.5%
- One vote for a share of 0,5% or less.

The number of votes granted to each Supporting Members will be decided by the General Assembly upon admission.

5.2.7 All resolutions are adopted by a simple majority of the valid votes of Ordinary and Supporting Members that were cast. Invalid votes or abstentions are not counted. In the case of a tied vote, the person chairing the meeting decides.

The following decisions will be taken by a qualified majority of two thirds of the votes cast of all the Ordinary and Supporting Members:

- dismissal of the President, Vice President or Treasurer
- modification of the articles of the Association.
- dissolution of the Association,
- allocation of the net assets upon liquidation to another purpose connected to the development of the chemical and molecular sciences.

5.2.8 A Member can give a proxy to another Member to vote in his/her place by using the proxy form attached to the convocation. This proxy form shall be addressed to the General Secretary by e---mail or other means, as specified on the proxy form at least ten (10) days in advance of the General Assembly meeting.

5.2.9 The physical person representing the Member in the meeting of the General Assembly shall be duly mandated by the Member and his/her identity shall be confirmed to the General Secretary by the President or by any other person who can validly represent the Member, at least ten days before the Assembly. Only the duly mandated representative of the Member will have the right to vote at the General Assembly meetings, on behalf of the Member and on behalf of other Members who have given a proxy to the Member. Other representatives of Members may attend without the right to vote, in the capacity of an observer. Members of the Executive Board, with the exception of the Members of the Presiding Council, may be mandated by their parent organisation.

#### 5.3.1 In particular, the Executive Board

- manages the Association's assets;
- undertakes the management of the Association's scientific, pedagogic and professional activities under the mandate of the General Assembly;
- recommends the establishment and dissolution of Divisions and Working Parties to the General Assembly;
- establishes ad hoc Task Groups in order to ensure the realisation the Association's activities;
- appoints the General Secretary.

5.3.2 Members of the Executive Board are elected for a period of four years, they can be re- elected once. A possible second re---election is possible after a minimum of one year after the end of their last mandate. There shall be not more than one elected member per Member organisation. Regional and gender balance shall be taken into consideration. The Executive Board may co---opt additional members for a renewable term of three (3) years; two of these co-opted members will be proposed by the Divisions. There shall not be more co-opted members than the number of elected members plus the three Members of the Presidential Council who are ex-officio member of the Executive Board. The term of office of a member of the Executive Board starts on 1 January.

5.3.3 The President may invite guests to Executive Board meetings, who have no right to vote.

5.3.5 Each member of the Executive Board has one vote. The decisions of the Executive Board are taken by simple majority of members present. In the case of a tied vote, the person chairing the meeting shall make a decision. Members of the Executive Board act as individuals and not as representatives of their parent society. Other procedural rules of the Executive Board are laid down in governance procedures.

His/her mandate starts on January 1 of the second year after the General Assembly at which he/she elected.

His/her mandate starts on 1 January of the following year.

5.6 The Executive Board supervises the activities of the General Secretary. The Executive Board may also charge the General Secretary with other tasks and/or responsibilities. The General Secretary has his/her secretariat at the seat of the Association. Additional place(s) of work may be determined by the Executive Board.