

# EUROPEAN SOCIETY OF CARDIOLOGY (ESC) BYLAWS

Approved by the ESC Board on 5 March 2026

These Bylaws supplement the Statutes of the European Society of Cardiology (the “ESC”). Their purpose is to specify internal rules and regulations of the ESC. ESC Bylaws are created and approved by the ESC Board.

These Bylaws apply to all ESC Constituent Bodies as well as ESC members, volunteers, officers and staff.

In case of discrepancies between these Bylaws and ESC Associations rules of governance, these Bylaws will prevail.

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# I - SOCIETY – GOVERNANCE

## Article 1

The ESC comprises the following bodies:

- a) General Assembly
- b) Board
- c) Management Group ("MG")
- d) Statutory committees: Nominating Committee, Audit Committee, Ethics Committee
- e) Associations
- f) Councils
- g) Working Groups
- h) Committees established by the Board

Associations, Working Groups and Councils are jointly referred to as the "Internal Constituent Bodies" of the ESC

## II - BOARD AND MANAGEMENT GROUP

### Article 2 - BOARD AND MANAGEMENT GROUP MEETINGS AND DELIBERATIONS

- a. Board and Management Group meetings shall be convened by the President or at least one-half of the voting Board or Management Group members with at least two weeks written notice (a) by e-mail or (b) by letter with acknowledgement of receipt and as often as necessary with a minimum of 3 times every year.

The agenda is to be drawn up by the President, or by the Board or Management Group members that have convened the meeting when the meeting is convened by at least one-half of the voting Board or Management Group members. In such case the convening Board or Management Group members must send proposed agenda items by email to the President at least one week prior to the meeting.

In any case, the final agenda must be sent to all Board or Management Group Members at least 2 working days before the meeting.

Agenda items supported by at least one-half of the voting Board or Management Group members cannot be removed by the President.

Changes in the sequence of the agenda or additional agenda items can be proposed by the President at the beginning of any Board or Management Group meeting and must be approved by at least one-half of the voting Board members or Management Group members that are present.

- b. Board and Management Group meetings, along with all resolutions made, will be documented in minutes signed by the President and the Secretary/Treasurer. Once approved, minutes will be circulated to all members of the Board (for the Board meetings) and of the Management Group (for Management Group meetings) and to the ESC Executive Management Team (ESC staff). They should be treated as confidential. Meetings may be recorded to support accurate creation of minutes. Recordings are deleted as soon as the minutes have been approved.

# III - COMMITTEES

## Article 3.1 - Board Committees and Task Forces

Upon proposal of the President, the Board creates Committees at the start of each Board mandate. Committees may be dissolved or newly created according to the best interest of the ESC. Board Committee Chairpersons and Task Forces Chairpersons report to the Board. Committees operate according to ESC policies and procedures as well as Terms of Reference specific to each Committee. For existing Committees, Terms of Reference are reviewed at the start of each Board mandate. New Board Committees and Committee Terms of Reference must be approved by the ESC Board.

The President may create Task Forces to work on specific matters for a specified duration. New Task Forces and their term of operation must be approved by the ESC Board. Task Forces must provide regular reports to the President and ESC Management Group.

## Article 3.2 - Statutory Committees

ESC Committees include 3 Statutory Committees:

- Audit Committee
- Ethics Committee
- Nominating Committee

Their composition and roles are defined in Articles 13, 15 and 16 of the ESC Statutes.

## IV - Code of Ethics & Conflicts of Interest

### Article 4.1 - Ethical Conduct Policy

The ESC Ethical Conduct Policy (Annex II) applies to all individual members and staff members of the ESC.

### ARTICLE 4.2 - Conflicts of Interest

All volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the Declaration of Interests (DOI) policy (see Annex III). The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an ESC volunteer does not comply with the ESC Declaration and Management of Conflict-of-Interest Policy (DOI Policy - ANNEX III) or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy or might be subject to disciplinary proceedings.

### ARTICLE 4.3 - Roles at Congresses

The President, Immediate Past President, President-elect (Presidential Trio) of the ESC and/or Associations as well as Chairpersons of ESC Guidelines shall not accept any roles at any Industry ("Satellite") sessions during the ESC Congress or / ESC Association Congresses.

For ESC and Association Presidential Trios, there shall be a limit to the number of speaker/discussant/chairperson roles during their congresses: i.e., a maximum of 5 (five) roles, including no more than 3 (three) speaker roles.

This limit would **not apply** to roles during purely ceremonial or administrative sessions, such as the Inaugural Session or General Assembly.

### ARTICLE 4.4 - Competing activities

ESC volunteers commit to demonstrate loyalty to the ESC, by not participating in competing activities organized by commercial entities with which the ESC does not have a formal partnership, unless approved by the leadership (i.e. by the Management Group upon recommendation by the President).

## V- Individual Members

The ESC offers different schemes of Individual Membership. Some schemes may require payment of an annual fee, such as ESC Professional membership and membership in ESC Associations.

### **ARTICLE 5.1 - ESC Professional Members and Association, Working Group and Council members**

ESC Professional membership and membership in ESC Associations are based on a rolling membership model, with subscription renewal required annually after the joining date. Members can join at any time of the year and enjoy membership for a period of 12 months.

Individuals can also apply to be a part of the ESC's Working Groups and Councils, the current model for these memberships is non-paying.

Membership levels and associated benefits may be amended, varied or withdrawn upon regular review. The ESC will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation.

ESC membership categories, benefits and fees are defined and approved by the ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws. When required, they must pay the annual fee defined by the ESC Board for the current year.

### **ARTICLE 5.2 - Fellows**

The title 'Fellow of the European Society of Cardiology' (FESC) is a category of ESC membership which honors individuals with particular distinction in the field of cardiovascular medicine. The FESC title may be awarded upon review of the candidate's application by the ESC FESC Task Force. The FESC Task Force evaluates the candidate's contributions, research, scientific publications, and overall impact on the advancement of knowledge and innovation in cardiovascular health.

Maintenance of the FESC status and associated benefits is subject to regular payment of the associated fee.

Applications for FESC status can be submitted by all healthcare professionals (i.e. physicians, nurses, allied professionals), scientists, engineers and others engaged in research from all fields of cardiovascular medicine.

The submission deadline to apply for FESC status is defined every year and published early enough to allow candidates to prepare their supporting documents, as detailed by the application guidelines. In addition to those FESC candidates verified through the FESC Task Force, every National Cardiac Society of the ESC may propose a certain number of candidates per year, for which the respective NCS performs the validation of eligibility. Similar arrangements are possible for Affiliated Cardiac Societies and regulated in their contracts with the ESC on an individual basis.

### **ARTICLE 5.3 - Voting rights within Internal Constituent Bodies**

Voting rights for elections and general assemblies of any ESC Internal Constituent Bodies depend on the category and level of membership held.

The minimum seniority required for members of ESC Internal Constituent Bodies to be candidates for an elected position within an ESC Internal Constituent Body as well as to obtain voting rights is 12 months\* before the opening of the call for application. Before each election held within an Internal Constituent Body, voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.

\* As per the Decision of ESC Board on 19 December 2024, as a transitional measure, a 6-month seniority requirement will apply for 2026 elections.

#### **Article 5.4 - Disciplinary process**

As per article 6.2 of the Statutes of the ESC, a disciplinary process can be initiated by the President based on preliminary investigations of the ESC Risk Management Unit in case of justified grievance brought forward against an individual member of the ESC.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of these Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV.

#### **Article 5.5 - Resignation of a member during a disciplinary process**

The following consequences apply to any individual ESC member against whom a disciplinary process has been initiated but who resigns prior to the disciplinary process having been completed:

Loss of eligibility for any membership or any volunteer position within the ESC or any of the ESC Internal Constituent Bodies.

Loss of eligibility for any role as officer, representative, committee member, Task Force member, Editorial Board member of an ESC journal or any other function that might be considered as representative of the ESC or any of its Internal Constituent Bodies.

Loss of eligibility as invited faculty to any educational event including congresses of the ESC or its Internal Constituent Bodies.

## VI - AFFILIATED CARDIAC SOCIETIES

### Article 6 - Terms of affiliation

Affiliate status allows cardiovascular professional societies that cannot become members of the European Society of Cardiology for geographic reasons to collaborate closely with the ESC. Non-profit professional societies with an interest in cardiovascular medicine may apply for the status of ESC for Affiliated Membership. Any request for affiliation must be institutional, as opposed to individual. Only one cardiac society per country/territory can be granted the status of Affiliated Cardiac Society.

The applicant society needs to be an established and a well-recognized cardiovascular organization, with democratic rules and voting processes for society leadership and it must be considered the main cardiovascular organization of its kind in its country/ territory.

Applications are reviewed and a decision to accept or reject is made by the ESC Management Group and approved by the ESC Board. Individual written agreements which specify the rights and duties of each party will be signed between new Affiliated Cardiac Societies and the ESC.

# VII - ELECTRONIC VOTING PROCEDURE

## Article 7.1 - Code of conduct for elections for ESC & ESC Constituent Bodies

The following Code of Conduct for elections (hereinafter the Code) is intended to govern the conduct of ESC elections and the elections of the ESC Associations, Working Groups and Councils.

The Code calls for a fair elections process and equal treatment of all election candidates.

ESC Board, Committees and Task Forces members as well as ESC Associations, Working Groups and Councils Board, Nucleus, Committees, Task Forces and study groups members and ESC staff must respect the integrity of the election process and refrain from publicly disclosing their preference, campaigning for candidates and/or attempting to influence the results of the elections in any way.

### 7.1.1 Principles for the elections for the ESC Board and ESC Associations, Working Groups and Councils

#### General Principles

All information provided by candidates to the ESC staff and competent Nominating Committee, on official forms, in correspondence and/or verbally, must be true, accurate and complete.

Candidates are expected to be honest on all aspects of the election process. Any open or clandestine attempt to obtain information about another person's intention to vote or manipulation of list of voting delegates is considered a breach of conduct.

Candidates must not, directly or indirectly, intimidate or bribe any voter(s) or other candidate(s) with an intention to pressurize a person to submit or withdraw his or her candidacy for election, influence the voting of a person; or otherwise interfere with the due course of an election.

In strict compliance with relevant data protection laws, the ESC staff will not, under any circumstances, provide the list of voting delegates' and Constituent Bodies contact details (e.g., email addresses, phone numbers among other information).

#### Campaign

Campaigning is defined as any activity or election material that identifies a person as a candidate or affiliates a person with the election aiming to promote the candidacy of the person(s) concerned.

Campaigning activities are authorized only during the election period, starting from the day after the announcement of the final slate of candidates by the Nominating Committee and ending with the day prior to the opening of the voting period. During the campaigning period, candidates must comply with the highest standards of ethics and shall respect the reputation and integrity of other candidates. Campaigning using social media communication is not authorized, even during the campaigning period.

Candidates must not take advantage of their current ESC activities (e.g. travelling to meet Constituent Bodies for reasons unrelated to their current position, using industry events for campaigning among others) to campaign.

Outside authorized campaigning activities, communication with Constituent Bodies and voting delegates related to election matters (including the communication of candidates' curriculum vitae (CV), letters of motivation and, in case of the candidates for president elect, their presentations made at the Spring Summit posted on the ESC website) will be managed exclusively by ESC Staff.

### 7.1.2 Rules applicable to ESC Board elections

People applying to be selected by the Nominating Committee as candidates standing for the available ESC Board positions must be endorsed in writing both by their own National Society and one other Constituent Body. No additional support letters are allowed.

Once selected by the Nominating Committee, candidates for the position of ESC President-Elect will be invited to present their program at the ESC Spring Summit organized during election years.

Following the ESC Spring Summit, the curriculum vitae (CV), letters of motivation of all candidates and, in case of the candidates for president elect, their presentations will be posted on the election page of the ESC website, and the webpage link will be sent by email by the ESC staff in charge to all Constituent Bodies. Candidates are required to provide a copy of their CVs and letters of motivation where all contact details (e.g. personal address, mail address and phone numbers) and sensitive personal information are removed.

If a National Cardiac Society or a Constituent Body wishes to invite one of the candidates for the position of President Elect or any other position, it must extend the invitation to the other candidate(s) as well. Such invitations can only be made during the election period (see definition above).

### **7.1.3 Breach of the Code of Conduct for elections**

Anyone is entitled to report an alleged breach of this Code in writing by using the ESC complaint mechanism through the risk management office, which will refer the case to the Chair of the Nominating Committee (Contact: [complaints@escardio.org](mailto:complaints@escardio.org)). Complaints concerning the election process as such shall be sent no later than one month after the publication of the results of such election.

The Nominating Committee will investigate all complaints and reach a decision based on the available evidence within one calendar week of receiving the complaint as to whether a breach of this Code has occurred and whether any measures will be required. Submitting unfounded election complaints will be considered a breach of this Code.

The Nominating Committee may, if it has convincingly established that a person has breached the Code or in any way acted improperly, dishonestly or unfairly at any time during the entire election period, enforce any of the below measures or a combination thereof:

- Request the candidate and/or ESC member in writing to cease his or her behavior
- Order that, where possible, the candidate and/or ESC member rectify the matter which was the subject of the complaint and apologize verbally or in writing to those involved
- Inform all NCS and internal Constituent bodies about the breach of code by the candidate
- Retract the candidate from the election process.

The decision of the Nominating Committee is final and not subject to appeal.

The Nominating Committee may refer issues of a disciplinary nature regarding the conduct of an ESC member to the ESC Management Group following the process described in the Complaint Mechanism. Breach of this Code by any candidate or ESC member may result in an investigation of misconduct as detailed in ESC Bylaws.

### **7.1.4 Nominating Committee (NC):**

Influencing NC members, either in writing or verbally, regarding the nomination/selection process at any time is considered a breach of Code.

NC members are requested to report internally whenever such an attempt to influence the nomination/selection process has occurred and by which applicant.

If an attempt to influence the nomination/selection process has occurred, this will be taken into account for the rating/evaluation of the applicant(s) involved.

## **Article 7.2 - Procedure for electronic voting at General Assemblies**

Voting rights are restricted to nominated voting delegates declared in the voting registry. Voting can only be performed electronically or in person. The voting registry is compiled prior to the start of the voting process and voting members are informed by email about their appointment as voting delegate and provided with all relevant information. No changes to the names of the voting delegates can be accepted after the compilation

of the voting registry. If voting is carried out in person, voting delegates must display proof of identity (e.g. passport).

1°) On the proposal of the ESC President, the Board may decide to use electronic voting via the internet for all elections within the ESC, e.g. elections of the Board, Nominating Committee and Audit Committee members (Article 14 of the Statutes) and for any deliberations to be taken at the Ordinary or Extraordinary General Assemblies.

2°) The use of electronic voting via the Internet is organized in accordance with the fundamental principles of sincerity, access to the vote for all voting members, secrecy of voting, personal, free and anonymous voting, and integrity of the votes cast. If necessary, electronic voting can be performed under effective supervision and subsequent verification by any trusted third party such as, for example, a bailiff.

3°) Internet electronic voting systems include physical and logistical measures to ensure the confidentiality of the transmitted data as well as the security of the addressing of the means of authentication, the enrollment and the recording and the counting of the votes. These obligations of confidentiality and security are binding on all people involved in the electronic voting system via the Internet, in particular the staff of any service provider responsible for managing and maintaining the voting system, been entrusted under the provisions of the seventh paragraph of this article.

4°) The Internet electronic voting system includes a backup device offering the same guarantees and the same characteristics as the main system and capable of automatically taking over the process without data alteration in the event of a failure of the primary system.

5°) The use of electronic voting via the Internet is exclusive of any other method of voting and the deliberation of the Board must indicate, if appropriate, that the electronic voting via the Internet will constitute the exclusive means of expressing the votes.

6°) The deliberation referred to in paragraph 1° sets out the arrangements for organizing electronic voting. It indicates:

- a) The modalities of operation of the electronic voting system via the internet, the timing and the conduct of electronic voting operations.
- b) The documents and/or information to be communicated to each member and delegate voting prior to the opening of electronic voting operations.
- c) The opening and closing days and hours of voting.

7°) The design, management and maintenance of the electronic voting system via the Internet may be entrusted to a service provider on the basis of specifications that comply with the provisions of the current article.

8°) Each voting member or delegate shall receive, by post or e-mail, within a specified period, a detailed information notice on the conduct of the electronic voting operations and a means of authentication enabling him/her to participate in the ballot. This means of authentication is transmitted to him/her in a manner guaranteeing his confidentiality.

9°) Each resolution or proposal will be presented in the order in which they would be presented to the General Assembly or according to Board approved rules and procedure for the elections.

10°) The calculation of majority will be done separately for each resolution. All votes cast by electronic voting by the Internet shall be deemed to be present for the calculation of the quorum and the majority.

11°) The electronic voting procedure via the Internet must take place before the General Assembly meeting.

## VIII - COMPLAINT MECHANISM

### Article 8 - Complaint mechanism

The ESC pays special attention to the well-being of its members, volunteers, officers, and staff members and wants to ensure compliance with regulatory requirements and stakeholder expectations.

The ESC complaint mechanism provides a safe means to voice complaints in areas relevant and within the control of the ESC and defined procedure for fair and neutral assessment.

The ESC complaint mechanism allows to:

report violations of French or European laws and regulations, acts of corruption or bribery,

report behavior or situations that violate ESC Statutes, Bylaws, or policies and Ethical conduct policy,

report risks of serious harm towards human rights and fundamental freedoms, health and safety of individuals in particular based on gender as well as harm to the environment,

report any behavior that may damage the reputation of the ESC.

When a complaint is received against the organization or against any ESC member, volunteer, officer, and/or staff member, and if the investigation confirms the existence of a breach, this may lead to a disciplinary process as defined by these Bylaws and in Annex IV, as well as to sanctions based on applicable laws and regulations.

# ANNEX I - Oath of Office

EUROPEAN SOCIETY OF CARDIOLOGY

OATH OF OFFICE (Mandate ....)

In my position of ..... for the term ...., I, **name**:

- declare that I have read and understood the ESC Statutes, the ESC Bylaws, the ESC Ethical conduct policy and ESC policies and agree to comply with their content at all times.
- declare that I am aware that any violation of rules and policies in place will expose me to disciplinary and penal sanctions (where applicable), in accordance with the applicable EU and French laws, regulations and policies.
- understand and accept that my personal data are processed by the ESC for the purpose of my mission within the ESC and related ESC activities. Contact details of all members of the Board/Committee/... (last name, first name, country of origin and position) and photography will be published on the ESC website and will be accessible to all website visitors. In addition, e-mail addresses of all members of the Board/Committee/... will be available to all ... members, upon request, in order to facilitate communication and dialogue amongst the members for the duration of the 2-year mandate (2024-2026).

In accordance with chapter 3 of the European Regulation 2016/679 with regards to data protection, data subjects have the right to request from ESC, access to and rectification or erasure of their personal data or restriction of processing concerning their data or to object to processing as well as the right to data portability. In order to do so, please contact [dataprivacy@escardio.org](mailto:dataprivacy@escardio.org) (be aware that proof of identity will be requested during the process via a secured web link). Data subjects have the right to lodge a complaint with a supervisory authority, and for information, ESC has appointed a Data Protection Officer that can be reached at [dpo@escardio.org](mailto:dpo@escardio.org).

List of documents to comply with:

- ESC Statutes – link
- Ethical Conduct Policy
- ESC Bylaws
- Non-Disclosure Agreement with regards to Personal Data Privacy
- ESC Volunteer Travel & Meeting Policy - link
- ESC Declaration and Management of Conflict of Interest Policy - link
- ESC Gender policy - link
- ESC Scientific documents policy - link
- ESC Endorsement for Live Events in General Cardiology - link
- ESC Privacy and Data Security policy - link
- ESC Guidelines policies and procedures - link

Full first and surname:

Signature:

## NON-DISCLOSURE AGREEMENT

With regards to Data Privacy

I, undersigned [Title / Name], acting as [President/Chairperson] of [Association/WG/Council/Committee], within the European Society of Cardiology, and in this role having access to personal information data, mostly consisting of members lists, hereby acknowledge the confidentiality of the information.

In compliance with article 32 of the General Data Protection Regulation, I hereby agree to take all measures relevant to practices and state of the art as part of my duties, in order to protect the confidentiality of the data entrusted to me, and in particular preventing it from being communicated to anyone not expressly authorized to receive such information.

I agree to, specifically:

- Not use the data to which I have access to, or which will be given to me for any other purposes than the ones related to my mission.
- Share the data only with duly authorized persons bound with non-use obligation of the same stringency as those contained in the present agreement, due to their positions, on a need-to-know basis, to receive such information, whether private, public, physical or moral entities.
- Make no copies of the data other than the ones necessary to the accomplishment of my duties.
- Take all measures relevant to practices and state of the art in the context of my position to avoid unlawful and fraudulent use of the data.
- Take all precautions relevant to practices and state of the art to ensure the physical and logical security of the data.
- Make sure, within the limits of my position, that only secure means of communications will be used to transfer data.
- At the end of my mission, give back or delete the totality of the data under my control - electronic files, or any other medium relating to this data - without keeping any copies (securely archived electronic copies of the data may be retained according to the backup strategy of my institution, under IT system administrator control).

This confidentiality agreement, in force for the duration of my mission, will stay effective, without time limit after the end of my mission, whatever its cause, as long as that agreement concerns the use and communication of personal data.

This Agreement shall be interpreted and applied in accordance with the application of the EU directive as applied in France. Any disputes arising in relation hereto shall be submitted to the exclusive jurisdiction of the Tribunal Judiciaire of Grasse, France.

I've been informed that any violation to the present agreement will expose me to disciplinary and penal sanctions, in accordance with the applicable EU and French laws, regulations and policies.

Date and Signature

## ANNEX II - ESC Ethical Conduct Policy

The ESC is dedicated to achieving its mission in an open, transparent and democratic manner according to the highest standards of ethics. ESC Volunteers and employees shall:

- **Be honest and ethical** in their conduct, including the handling of actual and perceived conflicts of interest,
- **Provide information that is accurate**, objective, timely, and understandable to members and the public,
- **Maintain confidentiality** of information entrusted to them by the ESC and its partners,
- Ensure proper use of the Society's assets,
- Proactively promote ethical behavior and refuse improper influence.

Any person elected, appointed or invited to the ESC Board, to any ESC Internal Constituent Body, a Committee, Task Force, or other activity and/or whose role represents an official ESC position is required to sign the ESC Oath of Office (Annex I) before entry into service.

Refusal or failure to do so will prevent the member from taking his/her office or role.

To comply with the highest standards of ethics listed above, members of the ESC will consistently conduct themselves in a manner that:

- Supports the mission and objectives of the ESC.
- Serves the overall best interests of the entire ESC including in all situations when the objectives of an Internal Constituent Body i.e. Association or Working Group or Council conflict with ESC's objectives.
- Demonstrates loyalty to the ESC and its mission.
- Brings credibility and goodwill to the ESC.
- Respects principles of fair play, correct governance and due process.
- Demonstrates respect for all individuals including staff members, volunteers, patient representatives, ESC members and sponsor representatives in all manifestations of their cultural diversity and life circumstances.
- Respects and give fair consideration to diverse and opposing viewpoints.
- Demonstrates due diligence and dedication in preparation for attendance at meetings, special events and in all other activities on behalf of the ESC.
- Demonstrates good faith, prudent judgment, honesty, transparency and openness in their activities on behalf of the ESC.
- Makes appropriate use of ESC's resources and when applicable, ensures that the financial affairs of the ESC are conducted in a responsible and transparent manner.
- Avoids real or perceived conflicts of interest.
- Conforms with the ESC Statutes, ESC Bylaws and policies approved by the Board.
- Demonstrates acceptance, respect and support of decisions legitimately taken in transaction of the ESC's activity.
- Exercise responsibilities, at all times, with due diligence, care and skill in a reasonable and prudent manner.
- Respect the confidentiality of any data, discussion, circumstance, and matters dealt with for the ESC and relating to the ESC, ESC staff, members, volunteers, Internal Constituent Bodies or sponsors of the ESC.

Non-compliance with these rules may lead to disciplinary sanctions.

## ANNEX III - ESC Declaration and Management of Conflict of Interest Policy

see [link](#)

# ANNEX IV - Disciplinary process and levels of sanctions

## 1 - Disciplinary process

As per the terms of ESC Bylaws Article 5.4, once the ESC President has been informed of any justified grievance against an Individual Member, such grievance may:

- Be referred, at the President's discretion, to the Ethics Committee, and/or Audit Committee, for a recommendation to be made to the ESC Management Group. This recommendation might be for no action or for disciplinary action. Either way, the decision to initiate disciplinary proceedings and inform the Board rests with the ESC Management Group.
- Be referred directly to the Management Group, which can decide to initiate disciplinary proceedings against the member concerned by the grievance and inform the Board.

When the Board is informed of a justified grievance, a range of sanctions are available to the Board. The Board should consider all potential sanctions and/or combinations of sanctions available. The Board is not bound by the sanction(s) imposed by another professional body and is free to impose whatever sanction it considers appropriate.

This disciplinary process is internal to the ESC and does not preclude the ESC from initiating any civil and/or criminal proceedings related to the same facts and/or individual.

The disciplinary process is not meant to be a substitute for any action and/or investigation that may be initiated by competent public authorities.

The Board should reach a view on the seriousness of the inappropriate and verified conduct before proceeding to consider the appropriate sanction.

The Board may decide to take no further action after a grievance has been reported. In this case, the Board must be satisfied with the evidence that either there is no misconduct or that it is in the ESC interest to impose no sanction. In either case, the Board must make it clear in its reasoning how it came to that decision.

## 2 - Proceedings and levels of sanctions

### A - Notice of disciplinary proceedings

If the ESC Management Group decides to initiate a disciplinary process against a member accused of a justified grievance, it must send a notice to the concerned member.

Such notice must be sent by registered letter or courier at least two weeks before a scheduled disciplinary hearing, and must contain the following information:

- the fact that a disciplinary hearing will be held by the ESC Board, in accordance with Article 9.1 of the Statutes;
- the date, time and place of the disciplinary hearing;
- a detailed description of the grievances, i.e. the facts and actions of which the member is accused, as well as all documents or copies of documents which are incriminating and which are to be examined by the Board (if any);
- a description of the sanctions that may be imposed;
- information about the decisions of the ESC Ethics and/or Audit Committee, if these committees had been involved.

Should the member concerned choose to submit documents for consideration by the Board in view of the disciplinary hearing, copies of these documents must be sent to the Board at least 7 days prior to the disciplinary hearing.

### B - Disciplinary hearing

As per Article 8.6 of the ESC Statutes and these Bylaws:

- the Board meeting to hold the disciplinary hearing must be convened by the ESC President with at least two weeks written notice;
- the agenda of the meeting shall be clearly set out in the notice sent to the members of the Board;
- upon the decision of the President, meetings can be held either in person or by any audio/visual means of communication. The President could also request the meeting to be recorded if this appears necessary.

The notice sent to the member, as well as all schedules and supporting documents, are sent to the Board members at the same time.

If the member fails to attend in spite of advance notification and without a valid reason, the disciplinary hearing will be held in their absence.

As per the ESC Statutes, any decision will be made by a majority of the votes of the voting members present at the meeting. In case of a tied vote, the ESC President has the deciding vote.

The disciplinary sanction can be adopted immediately at the end of the disciplinary hearing.

The concerned member will be informed of the Board decision within 30 days of the disciplinary hearing. The decision will contain the position of the Board with respect to the justified grievances alleged and the adopted sanctions, if any.

The decision is final and cannot be appealed.

### **C - Range of sanctions**

The Board has the possibility to adopt the following sanctions:

#### **❖ Warning and exclusion from certain activities**

This type of sanction will usually be applied in situations where the conduct is of a minor nature and there appears to be no continuing risk to the ESC, one of its Internal Constituent Body or community, members or staff. This sanction could also be applied in situations where the conduct is of a serious nature, but there are particular circumstances requiring mitigation, and/or there is no continuing risk, and/or there is evidence of the individual's understanding and regrets of the misconduct which satisfies the Board.

This sanction consists of an official letter co-signed by the ESC President and CEO and is sent to the member found guilty of misconduct. If required, the fact that such a letter has been sent may be disclosed but not the content of it.

In addition to the letter, the warning may also lead to the prohibition of attending or contributing to certain activities of the ESC or its Internal Constituent Bodies.

This sanction may be appropriate where most of the following factors are present (list is not exhaustive):

- Evidence of no loss or adverse effect on the ESC, its Internal Constituent Body/community, other members, or staff;
- Early admission and regrets of the facts alleged;
- Isolated incident;
- Not deliberate;
- Failure of conduct in question is the result of misfortune;
- Corrective steps have been taken promptly;
- Relevant and appropriate testimonials and references.

#### **❖ Temporary Exclusion from ESC membership and/or its Internal Constituent Bodies**

Temporary exclusion from membership includes exclusion from all volunteer positions, any officer position, representative, committee member, Task Force member, or any other function that might be considered as representative of the ESC or any of its Internal Constituent Bodies.

The period of exclusion is effective as of the date of the Board's decision. The minimum exclusion period consists of the full duration of on-going Board mandate. The period of exclusion can be extended to one more Board mandate, in addition to the current one leading to a maximum of 4 years.

At the end of the exclusion period, the member is not automatically readmitted: the concerned member will need to re-apply for membership through regular channels and pay the related fees.

This sanction would usually be applied in situations where the conduct is of a serious nature and may be appropriate where most of the following factors are present (list is not exhaustive):

Minor adverse consequence – misconduct has not caused important material distress, inconvenience or loss to the ESC, one of its Internal Constituent Bodies or communities, officers, volunteers and/or member(s) of staff.

- The misconduct was not intentional, though the member may have acted recklessly.
- Evidence that the conduct is no longer continuing.
- No repetition of failure/conduct – it was an isolated incident.
- The misconduct was not repetitive in nature, the period over which the misconduct took place was short and it was stopped immediately upon warning.
- Insight into failings such as genuine expression of regret and/or apologies.
- Good previous record.
- Rehabilitative and/or corrective steps have been taken to assure that the misconduct would not reoccur.
- Co-operation during the investigation stage.
- Willingness to comply with directions and advice provided by ESC leadership.

#### ❖ **Permanent exclusion from the ESC and/or its Internal Constituent Bodies**

This sanction is likely to be appropriate when the behavior is fundamentally incompatible with being an ESC member. It may be appropriate when the conduct involves any or all of the following circumstances (this list is not exhaustive):

- Important adverse consequences, e.g. the misconduct has caused serious material distress, inconvenience or financial loss to the ESC, one of its Internal Constituent Bodies/communities, member(s) or staff.
- Serious non-compliance with relevant professional and ethical standards.
- Serious adverse impact on the reputation of the ESC and/or its Internal Constituent Bodies or communities, member(s) or ESC staff.
- Abuse of trust and/or the position.
- Serious dishonesty.
- Lack of understanding and insight into the seriousness of the acts and the consequences thereof.
- Repeated misconduct over a prolonged period of time.
- The misconduct affected or had the potential to affect a substantial number of members.
- Attempt to cover up the misconduct.
- Persistent denial of the misconduct.

The exclusion is effective as of the date of the Board decision.

Where a member has been excluded, she/he may not apply for readmission as a member of ESC nor any Association, Working group or Council, after the effective date of the exclusion.

Permanent exclusion from membership includes exclusion from any volunteer or officer position, representative role, committee membership, Task Force membership, or faculty position at any of the ESC events or any other function that might be considered as representative of the ESC or any of its Internal Constituent Bodies.

The above examples of possible sanctions are not to be considered as binding and can be adapted at the discretion of the Board in view of the particular circumstances of the case. The Board remains free at all times to decide on the most appropriate sanction(s).

When the circumstances require it, in particular regarding the seriousness of the grievances, the ESC Board, or, in cases of urgency, the ESC MG may pronounce a conservatory/ provisional measure against the accused member, by a justified decision, at any time during the disciplinary process.

The effects of the provisional measure will be applied as from the notification of the decision to the member, until the end of the disciplinary process.

# ANNEXE V - ESC Associations rules of governance



**ACNAP**

Association of Cardiovascular  
Nursing & Allied Professions

## Association of Cardiovascular Nursing & Allied Professions (ACNAP)

Sub-specialty Association rules of governance

under article 3-2 of the ESC Statutes

Approved by ESC Board on 28 August 2025

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## ARTICLE 1 - FORM - NAME

The Association is called Association of Cardiovascular Nursing & Allied Professions, abbreviated to ACNAP.

The ACNAP is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The ACNAP was formed at the ESC General Assembly on 25 August 2018 for an initial period of three years and then confirmed with an undetermined duration in 2021.

The internal organization of the ACNAP is regulated by the ESC Statutes, ESC By-laws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, by-laws and policies are prevalent upon the provisions hereafter.

## ARTICLE 2 – PURPOSE AND MEANS

The ACNAP has been formed to contribute to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease” and support and advocate for excellence in cardiovascular care through practice, education and research for nurses and allied professionals. The objectives of the association are:

1. To continuously work towards harmonization in standards of care and up scaling of education and professional development in nurses and allied professionals globally.
2. To promote research, innovation and practice for cardiovascular nurses and allied professionals through ACNAP and ESC activities.
3. To contribute to the ESC annual congress and participate in the Board committees of the ESC.
4. To cooperate with all organs and communities of the ESC, and with the National Working Groups, associations or societies, on matters affecting cardiovascular nurses and allied professionals.
5. Collaborate with other international organizations for cardiovascular nurses and allied professionals.

The ACNAP wishes to improve the scientific understanding of the field described above, through promotion of research and education in Europe and abroad.

The ACNAP may undertake the scientific organization of any congress, symposium or similar event, bringing together members in the described field as well as offering all associated services usual at such international meetings, including but not limited to renting space, organizing scientific sessions, satellite events, publishing information and similar.

The ACNAP may organize the collection, analysis, processing, communication and publishing of medical or scientific information from its members.

The ACNAP may collect, edit and publish articles or information whether in printed or electronic form of any medical or scientific nature related to the above-described field and has been delegated by ESC the running of the topic related journal(s).

The ACNAP may award scholarships, awards or grants for education, training or research in its area of interest.

The ACNAP may undertake harmonization of nursing and allied professional practice in the above-described field in ESC member and affiliated countries.

The ACNAP may establish a network and close collaboration with stakeholders based on a clearly defined code of conduct, with the aim of sharing strengths and tools in the field of education and research.

The ACNAP’s goal is also to foster the communication network and close collaboration between national cardiac working groups and scientific societies, as well as other international organizations that support nurses and allied professionals.

The Rules of governance of ACNAP aim to outline the principles of governance of a transparent and democratic organization within the European Society of Cardiology (ESC), with a strong collective leadership.

ACNAP shall use the means that ESC provides, and necessary for its purpose.

## **ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS OF ACNAP**

### **3.1 Individual members of ACNAP**

ACNAP membership is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC, focusing on cardiovascular nurses and allied professionals but is also open to cardiologists and physicians.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The ACNAP membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

Membership benefit packages vary according to the levels of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review.

ACNAP will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation.

The ACNAP membership, coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the ACNAP Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### **3.2 Fellows of ACNAP**

Cardiologists, physicians, nurses and other allied professionals who have made a major contribution to prevention, diagnosis, management or scientific understanding of cardiovascular disease, may apply to become Fellow of ACNAP (when applicable).

The procedures for application and election of ACNAP Fellows (when applicable) will be decided upon by the ACNAP Board.

When applicable, these procedures, which may be amended from time to time, are available on the Fellows of ACNAP section within the ACNAP public website.

Each Fellow must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION of individual members**

### **4.1) Resignation**

Individual members and fellows of ACNAP (when applicable) may resign from their membership by sending their resignation in writing to the President and Secretary/Treasurer of the ACNAP Board. Their ACNAP membership will then be terminated at the end of the term for which it has been paid.

### **4.2) Death**

In the event of death of an individual member of fellow (when applicable) of ACNAP, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the ACNAP, nor will obtain refund of the dues for the running period.

### **4.3) Disciplinary measures**

An individual member of the ACNAP may be expelled from the ACNAP/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of ACNAP, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

## **ARTICLE 5 – ALLOCATED INCOME**

Within ESC budget, allocated income to ACNAP include:

- Membership dues
- Sponsorships revenue from products and services including congresses, events and courses.
- Allocated income of the journals delegated to ACNAP.
- And any other resources authorized by applicable law and regulations.

The ACNAP Board can seek financial support to cover investments or other expenses linked to the conduct of the Association activities in respect of ESC policies and procedures and in coordination with ESC staff.

## **ARTICLE 6 – INTERNAL GOVERNANCE OF ACNAP**

### **6.1 Board of ACNAP**

The administration of ACNAP is conducted by a Board composed of:

1. Voting members – who are elected by the eligible ACNAP members (see article 11 below) in even numbered years:
  - Executive Board members
  - Ordinary Board Members including Environmental Liaison officer, Industry Liaison Officer and Equity and inclusion Officer
2. Appointed members who have an advisory role (no voting rights) and are:
  - Chairpersons of the following ACNAP Committees: Advocacy and Patient, Communications; Congress; Education and professional standards; National Cardiovascular Nursing societies; Membership; Science; Young Community.
  - Patient Partner
3. Ex-officio members:
  - Chairperson of the ESC Task Force on Allied Professions
  - Editor-in-Chief of the European Journal of Cardiovascular Nursing appointed according to the ESC Recruitment and appointment Policy.
  - Other co-opted members invited by the Board.
  - Representatives of other ESC Internal Constituent Bodies with an advisory role

#### 4. The Chief Executive Officer and the ACNAP manager, both as non-voting members

The duties of all ACNAP Board members are executed free of charge. ACNAP Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Volunteers Travel and meetings policy.

An ex-officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the ACNAP Board.

### 6.2 Executive Board of ACNAP

Within the Board, the executive Board is composed of:

- President
- Immediate Past-President
- President-Elect
- Secretary/Treasurer

The President of the ACNAP must be an ACNAP member and must also be a Fellow of the ESC and ACNAP (if/when applicable).

### 6.3 Duration of terms and re-election

1. Voting ACNAP Board members shall hold their positions for a period of two years. This two-year term shall start and come to an end at the close of the ESC General Assembly.
2. There can be no re-election to the same position except for the positions of Secretary / Treasurer, Environmental Liaison officer, Equity and inclusion Officer and Industry Liaison Officer. A maximum of two mandates can be served in these roles.
3. Appointed and ex-officio members (except the Editor in Chief) are appointed by the ACNAP Board for a 2 year-term, which term may be extended once at the same position. The Editor in Chief and the Chairperson of the ESC Task Force on Allied Professions is also exempt from the 2-year-one-renewal rule.
4. The president elect will automatically become president at the end of their two-year mandate and the President will automatically become immediate Past President at the end of their mandate.
5. Limitations of years of service within the ACNAP Board: ACNAP Board members (whether voting or non-voting) may remain on the Board for a maximum of 12 years (consecutive or not). The Editor-in-Chief is exempt from this rule.
6. A Committee member mandate runs from 1st September of even years until 31st August two years later.
7. The maximum term of service within a committee is 4 years for a committee member including co-chair if relevant. There is no automatic reconduction of Committee Member roles: Committee Members must apply and subsequently be appointed and approved to the role for each mandate.
8. The maximum term of service within a committee is 4 years as committee Chair. The role of committee member and committee chair may be accumulated for a maximum of 8 years with the same committee.

### 6.4 Oath of office and declaration of interest

Any person elected, appointed or invited to the ACNAP Board, a Committee, Task Force, or other activity and/or whose role represents an official ACNAP/ESC position is required to sign the **ESC Oath of Office** (Annex I of ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All ACNAP Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the ACNAP/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an ACNAP/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings.

### **6.5 Resignation or death of a board member or volunteer**

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the ACNAP Board, ACNAP Committees, Task Forces or Study Groups, he or she will be replaced as follows:

1. If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the President Elect on an acting basis.
2. If it concerns the President Elect, new elections will be held immediately following the procedures laid down in this document. In the meantime, until voting has taken place, the task related to the position of President Elect within the ACNAP Board may be delegated to one of the other voting Board members, or to any previous ACNAP Board member. A previous Board member will have no voting rights.
3. If it concerns the Immediate Past President, the ACNAP Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous ACNAP Board member will have no voting rights.
4. If it concerns the Secretary/Treasurer, or another voting Board member, the ACNAP Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate.
5. If it concerns non-voting ACNAP Board members, the Presidential Trio may propose any qualified person for the balance of the two-year mandate. This must be approved by the ACNAP Board.
6. If it concerns an ACNAP Committee Member, the Chairperson of the same Committee may propose any qualified person for the balance of the two-year mandate.
7. If it concerns an ACNAP Task Force or Study Group Member, the Chairperson of the same group may propose any qualified person as replacement member.

### **6.6 Meetings and deliberations**

1. ACNAP Board and Executive Board meetings shall be convened by the President or at least by one-half of the voting Board members.
2. ACNAP Board and Executive Board must meet a minimum of 3 times every year in person or online.
3. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 2 weeks before the date of the meeting.
4. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication.
5. The presence of no less than half of the voting members is necessary for a valid vote.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the ACNAP Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent Board or Executive Board members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote.
7. In the event that the number of votes cast at a meeting of the ACNAP Board or Executive Board on any matter is tied, the President shall have the deciding vote.
8. ACNAP Board and Executive Board resolutions will be recorded in minutes that have to be submitted for approval by the Board at the following ACNAP Board meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the ACNAP Board**

The ACNAP Board defines the general policy and strategic direction of the ACNAP, in respect of the ESC strategic plan and reports this to its members.

The ACNAP Board approves the projects, the program of activities and all corresponding budgets, upon presentation by the Executive Board.

The ACNAP Board prepares the annual budget of the ACNAP, which is submitted to ESC Board for approval as part of the ESC budget process.

ACNAP Board Members must:

- Carry out the specific tasks delegated to them by the ACNAP President in order to achieve implementation of the ACNAP strategic plan.
- Attend all ACNAP meetings they are invited to, whether in person or online.
- Participate in all ACNAP Board discussions and decisions.
- Work actively to reach the ACNAP Board objectives and ensure delivery of the assigned tasks.
- Sign up to the code of ethics and code of conduct.
- Board members may also be invited by the ACNAP President to represent ACNAP in other ESC activities.

### **7-2 Role and responsibilities of ACNAP Executive Board**

The roles and responsibilities of the Executive Board are among others:

- to discuss business and operational plans, operations, organization and major projects and actual results and to report to the ACNAP Board on a regular basis with the CEO and/or ESC management staff.
- to discuss and report to the ACNAP Board on governance issues prior to reporting to the ESC Board.
- to propose and seek approval for the budget from the ACNAP Board within the ESC budget guidelines.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the ACNAP, the Executive Board calls upon the ESC Treasurer and Management Group.

The ACNAP Board will be informed as soon as possible.

### **7-3 Role and responsibilities of the President**

The role of the President of ACNAP includes but is not necessarily limited to:

- Interacting openly and transparently with the ESC Board and reporting to the ACNAP board.
- Acting as representative or spokesperson of ACNAP and for nurses and allied professionals.
- Finalizing the agenda for the ACNAP Board and Executive Board meetings as well as ACNAP General Member Assemblies.
- Chairing the ACNAP Board, Executive Board as well as ACNAP General Member Assemblies.
- Ensuring implementation of the decisions of the ESC board of whom he/she is a voting member and reporting to the ACNAP Board and proper conduct of the ACNAP business.
- Cooperating with the ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and ACNAP Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the ACNAP.
- Ensuring the execution of the decisions of the Board and ensuring the daily operation of the ACNAP.

## **7-4 Role and responsibility of other ACNAP Board members**

### **Roles and responsibilities of the ACNAP President Elect**

The President Elect will automatically assume the office as President of the ACNAP after the president's mandate and acts on behalf of the President when needed.

The role of the President-Elect of the ACNAP includes but is not necessarily limited to the following:

- Interact openly and transparently with the ESC Board
- Act as representative or spokesperson of ACNAP
- Perform the duties of the ACNAP President in absence or incapacity including completing the Presidential term in the event of a vacancy.
- Manage assignments given by the President or the ACNAP Board.
- Make recommendations on work processes and volunteers' assignments.
- Ascertain, together with the ACNAP Executive Board, continuity in ACNAP leadership.
- Within 2 months before taking office as President, consider and prepare Board appointed Committees for its Presidency including renewal of Chairpersons and members as needed.

### **Roles and responsibilities of the ACNAP immediate Past President**

The immediate Past Presidency automatically follows the term as President without further voting. The Past-President is not subject to re-election to a new Board position at the end of his/her mandate.

The role of the immediate Past President of the ACNAP includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the ACNAP
- Provide insights on the ACNAP history and guidance to the ACNAP President and Board.
- Act as Chairperson of the new Nominating Committee for the ACNAP
- Act as Industry Liaison Officer
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the ACNAP business and affairs.
- Manage assignments given by the President or the ACNAP Board and ensure continuity in the activities of the ACNAP.

### **Roles and responsibilities of the ACNAP Secretary-Treasurer**

- Act as representative or spokesperson of the ACNAP
- Ascertain in partnership with the Association President that the ACNAP Board focuses on strategic planning and policy development.
- Provide guidance to the ACNAP President and Board on statutory and organizational matters.
- Manage assignments given by the President or the ACNAP Board and ensure continuity in the activities of the ACNAP.
- Supervise and keep records of the ACNAP Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff.
- Make recommendations on work processes and volunteers' assignments.
- Together with the President supervise finances and unbudgeted expenses.
- Participate in fundraising activities and ensure full transparency of all transactions and compliance with current regulations.
- Report on financial matters to the ACNAP General Member Assembly

## **7-5 Roles and responsibility of ACNAP Committees**

### **Committees**

- ACNAP counts eight different committees, each with specific objectives and responsibilities. Committees may be created or modified subject to ACNAP Voting Board Member approval. Creation of committees must be timed to begin in alignment with the start of a new ACNAP mandate.

- All ACNAP Committees are composed of a chairperson plus between three and seven committee members (exceptions may apply).
- The role of Co-Chairperson may be included to encourage continuity of committee activities, but the overall number of committee members must be respected.
- All Committee Members including the Chairperson must be ACNAP Silver members for the duration of their mandate.
- In early summer of each even year, a Call for Candidates is sent to the ACNAP membership database, calling for the applications to the role of ACNAP Committee Member. The Chairperson of the Committee is responsible for appointing its committee members, but the final approval of all Committee composition must be validated by the ACNAP President.
- All Committee Chairs should strive for a geographical and gender balance as well as inclusion of nurses and representation of different allied professions. Members of the ESC Patient Forum may also be directly invited to serve as Committee Members and are not expected to go through the standard application process nor must they be silver members of ACNAP.
- A committee member, including the Chairperson, may accumulate a maximum of two simultaneous ACNAP committee member roles (on different ACNAP Committees).

#### **Committee Member Responsibilities:**

Committee Members should actively contribute to the meetings and activities of their committee and be responsible for taking on tasks as assigned to them by the Chairperson of the Committee and delivering those tasks in a timely manner.

All Committee members collectively participate in fulfilling ACNAP's mission.

#### **Task Forces & Study Groups**

The ACNAP Board may vote to set up specific Task Forces or Study Groups.

Each Task Force or Study Group should be led by a chairperson. He/she must be a member of the ACNAP Board or of one of the ACNAP Committees.

The Task Force / Study Group members should be limited to a maximum of 12 people, including the Chairperson, all of whom should be ACNAP Silver Members, excepting members of the ESC Patient Forum. All members collectively participate in fulfilling ACNAP's mission.

The Task Force / Study Group chairperson will be expected to step down from the role of Chairperson at the end of his/her mandate on the ACNAP Board or ACNAP Committee.

#### **7.6 Invitations to step down**

As a general rule, applied to all ACNAP Board members, Co-chairs, members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with timelines.
- Taken collegially with the other members of the concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Executive Board

If the invited member does not step down, the expulsion rules apply.

#### **ARTICLE 8 – ACNAP GENERAL ASSEMBLIES**

ACNAP holds an annual assembly of its members (called general assembly) with the following purpose:

- Presentation of ACNAP's annual activities.

- Presentation of ACNAP Election results and composition of the new ACNAP Board and of the new ACNAP Nominating Committee (in even years).
- Presentation of any changes to the ACNAP membership scheme or benefits (if any)
- Opportunity to attendees to discuss and express their opinion/vote on other ACNAP associated matters as required.

The general assembly shall meet each year preferably at the time the annual Congress of the ACNAP and is attended by the current ACNAP Board and the members of ACNAP.

Additional general assemblies may be convened by the ACNAP President as required.

An invitation to attend must be given to all ACNAP members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the ACNAP Board.

The President of the ACNAP presides over the general member assemblies and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the ACNAP Board designated by the ACNAP Board to this effect.

The minimum seniority for ACNAP Members to obtain voting rights at ACNAP general assemblies is 6 months. Only ACNAP members having settled their dues 6 months ahead of the General assemblies and still member at the date of the actual votes, have voting rights at ACNAP general assemblies. For all General Assemblies as of 1st January 2027, this minimum seniority will be 12 months.

Decisions of the General Assembly will be made by a simple majority of the votes cast by the present members.

#### **ARTICLE 9 - ACNAP NOMINATING COMMITTEE**

The ACNAP Nominating Committee shall be responsible for nominating candidates for the position of all elected voting members of the next ACNAP Board and for members of the next nominating committee.

The Nominating Committee consists of the immediate Past President as Chairperson, and up to five voting members, elected for two years by the ACNAP members who have settled their dues.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the next ACNAP Board.

For the new ACNAP Board and Nominating Committee, the Nominating Committee should aim at proposing at least one candidate per position.

The Nominating Committee should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.

The Nominating Committee will fix the ACNAP election timelines in order to be in a position to announce the election results of the new elected Board during the ACNAP General Assembly.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairman shall not have a vote.

A job description must be available for each association Board position to ensure previous experience.

#### **ARTICLE 10 - PROCEDURE FOR THE ELECTION OF ACNAP BOARD AND NOMINATING COMMITTEE**

The new ACNAP Board members and Nominating Committee members are elected by the voting members of ACNAP. Elections are held in the spring of even-numbered years.

The new elected Board members shall be announced at the ACNAP general assembly that immediately precedes the two-year term of said Board.

### **10.1 Eligibility to ACNAP Board positions**

Only Nurses & Allied professionals who are ACNAP Members originating from an ESC member country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a voting Board position.

Only Nurses & Allied professionals who are ACNAP Members originating from an ESC member country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to be appointed as committee chairs. They are eligible for elected ACNAP Board positions, provided that they comply with the other requirements of the Association.

Although they have no voting rights within the Association Board, appointed committee chairs are eligible for elected ACNAP Board positions, provided that they comply with the other requirements of the Association.

An ACNAP Board member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or the Board of an Association as voting member is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of his/her term of office expires before the new functions start.

Specific conditions for Executive Board positions:

- Ex-officio Board members are eligible for Executive Board positions under the condition that they held another position (not as ex-officio) in previous mandates and comply with the other requirements of the Association”.
- Candidates for the position of President Elect must be a FESC and a Fellow of the ACNAP (if/when applicable), currently serving or have served in the immediate previous ACNAP Board or in the pre-previous Board as voting or appointed members. The elected candidate will automatically become President two years later.
- Candidates for the position of Secretary/Treasurer must have served on a previous or current ACNAP Board.

### **10. 2 Eligibility to Nominating Committee positions**

Only ACNAP members are eligible to become a Nominating Committee member

To stand for Nominating Committee positions, candidates must also be ACNAP members in good standing holding voting rights at the date of the opening of the call for applications.

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee’s mandate.

### **10.3 Voting process for the election of ACNAP Board members and Nominating Committee members**

1. All candidates have to sign the ACNAP elections statement and candidate code of conduct, and to submit their Declaration of interest (DOI) prior to the start of the election process. If this requirement is not fulfilled, the candidate will not be accepted.
2. To stand for election, candidates must be ACNAP members in good standing holding voting rights at the date of the opening of the call for applications.
3. Voting for the new Board and Nominating Committee members will be conducted under the responsibility of the Executive Board.

4. The Executive Board may proceed to conduct said elections at the earliest four (4) months before the general assembly, during which, the results and new Board and Nominating Committee composition are announced.
5. The minimum seniority for ACNAP Members to obtain voting rights is 6 months before the opening of the call for application. Only ACNAP members having settled their dues 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
6. Before each election, ACNAP voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.
7. Said elections will be conducted by electronic voting procedure.
8. Voting will be by secret ballot. Abstentions, null and blank votes are not included in the number of votes cast.
9. If there is only one candidate proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The candidate will be elected if there is a simple majority of votes in their favor.
10. If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.
11. A candidate can apply to only one voting Board position.
12. Representatives and employees from healthcare industry companies are not eligible to ACNAP Board and Nominating Committee positions.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the ACNAP must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the ACNAP Board, any provision of ACNAP Rules of governance may be changed by the ESC Board.



**ACVC**  
Association for  
Acute CardioVascular Care

# Association for Acute CardioVascular Care (ACVC)

Sub-specialty Association rules of governance

under article 3-2 of the ESC Statutes

Approved by ESC Board on 28 August 2025

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## **ARTICLE 1 - FORM - NAME**

The Association is called Association for Acute CardioVascular Care, abbreviated to ACVC.

The ACVC is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The ACVC was formed at the ESC General Assembly on August 28th, 2012, in Munich (Germany) for an undetermined duration.

The internal organisation of the ACVC is regulated by the ESC Statutes, ESC By-laws and policies and the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, by-laws and policies are prevalent upon the provisions hereafter.

## **ARTICLE 2 – PURPOSE AND MEANS**

The ACVC contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease”.

The ACVC has been formed to “Improve the quality of care and outcomes of patients with acute cardiovascular diseases”, by focusing on the development of diagnostic and therapeutic techniques and strategies, systems of care, and organisational aspects for the best management of acute cardiovascular diseases.

The ACVC takes responsibility for education and training of cardiologists and other professionals involved in the field of Acute Cardiovascular Care in the ESC member countries, and for the development of standards for their training, continuous education and professional conduct. It also improves the scientific understanding of Acute Cardiovascular Care through promotion of research in this field.

The ACVC may undertake the scientific organisation of any congress, symposium or similar event, bringing together any and all professionals, including physicians, scientists, biomedical technicians, nurses and allied health professionals, interested in Acute Cardiovascular Care as well as offering all associated services usual at such international meetings, including but not limited to renting space, organising scientific sessions, satellite events, publishing information and similar.

The ACVC may organise the collection, analysis, processing, communication and publishing of medical or scientific information from a wide range of physicians, scientists or institutions of Acute Cardiovascular Care.

The ACVC may collect, edit and publish articles or information whether in printed or electronic form on any medical or scientific nature related to Acute Cardiovascular Care and has been delegated by ESC the running of the topic related journal(s).

The ACVC may award scholarships, awards or grants for education, training or research in its area of interest.

The Rules of governance of the ACVC aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

ACVC shall use the means that ESC provides, and necessary for its purpose.

## **ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS**

### **3.1 Individual members of the ACVC**

The ACVC membership is subscribed to on an individual and direct basis.

Full membership is open to all healthcare professionals, including cardiologists, physicians, scientists, nurses and allied professionals irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC, involved in the field of Acute Cardiovascular Care.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The ACVC membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

Membership benefit packages vary according to the levels of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review. The ACVC will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation. ACVC membership coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the ACVC Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### **3.2 Fellows of the ACVC**

Physicians, scientists, nurses and other allied professionals who have made a major contribution to prevention, diagnosis, management or scientific understanding of cardiovascular disease, may apply to become or Fellow of the Association for Acute CardioVascular Care (FACVC)

The procedures for application and election of the ACVC Fellows are decided upon by the ACVC Board.

These procedures, which may be amended from time to time, are available on the Fellows of ACVC section within the ACVC public website.

Each Fellow must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION OF INDIVIDUAL MEMBERS**

### **4.1 Resignation**

Individual members and Fellows of the ACVC may resign from their membership by sending their resignation in writing to the President and/or Secretary/Treasurer of the Association for Acute CardioVascular Care. Their ACVC membership will then be terminated at the end of the term for which it has been paid.

### **4.2 Death**

In the event of death of an individual member or a Fellow of the ACVC, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the ACVC, nor will obtain refund of the dues for the running period.

### **4.3 Disciplinary measures**

An individual member of the ACVC/EAC may be expelled from the ACVC/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of ACVC, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

## **ARTICLE 5 – ALLOCATED INCOME**

Within ESC budget, allocated income to The ACVC include:

- Membership dues
- Sponsorships revenue from products and services including congresses, events and courses
- Allocated income of the journals delegated to the ACVC.
- Any other resources authorized by applicable law and regulations.

The ACVC Board can seek financial support to cover investments or other expenses linked to the conduct of the Association activities in respect of ESC policies and procedures and in coordination with ESC staff.

## **ARTICLE 6 – INTERNAL GOVERNANCE OF ACVC**

### **6.1 Board of the ACVC**

The administration of ACVC is conducted by a Board composed of

1. Voting members who are elected by the eligible ACVC members (see article 11 below) in even numbered years, those include:
  - The Executive Board
  - Ordinary Board Members - are the elected Board members without executive functions.
2. Appointed members (these members have no voting rights)
  - Any person, appointed by the Board with an advisory role and to fulfil a role and take specific responsibilities within the Board.
3. Ex-officio members
  - Editor-in-Chief of the Association's official journal (EHJ-ACVC), appointed according to the ESC Editor in Chief recruitment and appointment policy.
  - Representatives of other societies/ESC Constituent Bodies upon invitation of the ACVC President. These representatives are nominated by their respective body for a 2 year-term. Nomination of these members is at the discretion of their societies/constituent bodies.

An ex- officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the ACVC Board.

4. The Chief Executive Officer and the ACVC Manager, both as non-voting members.

The duties of all The ACVC Board members are executed free of charge. The ACVC Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Travel and meetings policy.

## **6.2 Executive Board of the ACVC**

Within the board, the Executive Board is composed of 5 members who are elected for a two-year period:

- President,
- President-Elect,
- Immediate Past-President,
- Secretary,
- Treasurer.

The Executive Board advises the Board, prepares the Board's agenda and discussions and oversees the implementation of the Board's decisions.

The rules pertaining to the Board meetings, deliberations, votes and minutes defined in article 7 here below shall apply to the Executive Board.

It is recommended (but not mandatory) that Board and Executive Board members are fellow of the ACVC.

The President of ACVC must be a member in good standing of one of the ESC National Societies of Cardiology and remain a Fellow of the ESC.

## **6.3 Duration of terms and re-election / renewal**

- a. Voting ACVC Board members shall hold their positions for a period of two years. This two-year term shall start and come to an end at the close of the ACVC General Assembly held during the ESC Congress.
- b. There can be no re-election to the position of President-elect.
- c. The president elect will automatically become president at the end of his/her two-year mandate and the President will automatically become immediate Past President at the end of his/her mandate.
- d. The immediate Past President – once his/her mandate is over, cannot reapply to any Board position for a period of four (4) years (2 terms).
- e. After recommendation by the presidential trio, Secretary and Treasurer may be proposed for re-election for one additional term of two years, unless he/she has already reached four (4) consecutive years of serving as Secretary and/or Treasurer.
- f. After 4 consecutive years as Secretary and/or Treasurer, and if not proposed for President elect, the member needs to step out for a period of two years (one election term) before being eligible to an elected Board position.
- g. After serving a maximum of 4 consecutive years as Ordinary Board member, an Ordinary Board member can be proposed for re-election by the Nominating Committee only as an Executive Board member. If not proposed for the Executive Board, he/she needs to step out for a period of two years (one election term) before being eligible to an elected Board position.
- h. Appointed members and ex-officio members (with the exception of the Editor in Chief) are appointed by the ACVC Board for a 2 year-term, which term may be extended once at the same position.
- i. Study Group Chairs must be ACVC Silver members. They are appointed ACVC Board members (with no voting rights) but can be invited to take part in ACVC board meetings. They shall hold their positions for a period of two years and their mandate within the ACVC Board should not exceed 6 years (combining co-chair, chair and past-chair positions).

- j. At the end of their mandate, Study Group Chairs automatically become Past chairs and remain active in the Study Group to ensure continuity.
- k. Study Group Immediate Past Chair can be appointed as study group member at the end of their mandate.
- l. Study Group Past Chair can be kept either as full-members or have an “advisor” status.
- m. Study Group Co-Chairs are nominated by the Study Group Chair and approved by all members of the Study Group. The nomination for the Co-Chairs must be approved by the ACVC board. They are usually selected among members to ensure continuity and take over after. They must be silver member of ACVC.
- n. Study Group Co-Chairs shall hold their position for a period of two years, before automatically stepping up to the position of Study Group Chair.
- o. Study group members must be ACVC members with a specific interest or skill appointed to function in the ACVC Study groups. Members are nominated by Chair & Co-Chair according to expertise but a call for candidate can be done if requested by the chair – the nomination can be done without approval of the ACVC Board but the ACVC board has the right to exclude a member.
- p. Study group members should be active ACVC Silver members, defined as those who have actively participated in the previous 2 years (writing manuscripts, proposing sessions for ACVC annual meeting, co-organizing webinars, talks, podcasts, participating to meetings and calls and seeking funding for the study group). Study groups members will be renewed every two years and not active members will be replaced by new members: a call for members may be organised with specific criteria.
- q. Task force chairs must be ACVC silver members. They are appointed by the ACVC Board according to expertise and/or scientific interest in the field and are usually well involved in ACVC activities.

#### **6.4 Oath of office and declaration of interest**

Any person elected, appointed or invited to the ACVC Board, a Committee, Task Force, or other activity and/or whose role represents an official ACVC/ESC position is required to sign the ESC Oath of Office (Annex I of ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All ACVC Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the ACVC/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an ACVC/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings.

#### **6.5 Resignation or death of a Board member or volunteer**

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the ACVC Board, he or she will be replaced as follows:

- a. If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the President Elect on an acting basis.
- b. If it concerns the President Elect, the ACVC Board will refer the matter to the next The ACVC general assembly for a vote following, to the extent possible, the procedures laid down in these rules of governance. In the meantime, until voting has taken place, the task related to the position of President Elect within the ACVC Board may be delegated to one of the other voting Board members, or to any previous The ACVC Board member. A previous Board member will have no voting rights.

- c. If it concerns the Immediate Past President, the ACVC Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous ACVC Board member will have no voting rights.
- d. If it concerns the Secretary, Treasurer, or another voting Board member, the ACVC Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any Fellow of the ACVC to fill such position for the balance of the two-year mandate. The latter Fellow will have no voting rights. The Board will refer the matter to the next The ACVC elections for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
- e. If it concerns non-voting ACVC Board members, the President may propose any qualified person for the balance of the two-year mandate. This must be approved by the ACVC Board.

### **6.6 Meetings and deliberations**

- a. The ACVC Board and Executive Board meetings shall be convened by the President or at least one-half of the voting Board members.
- b. The ACVC Board and Executive Board must meet a minimum of 3 times every year in person or online.
- c. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 1 week before the date of the meeting.
- d. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication.
- e. The presence of no less than half of the voting members is necessary for a valid vote.
- f. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the ACVC Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent voting Board or Executive Board members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote. In the event that the number of votes cast at a meeting of the ACVC Board or Executive Board on any matter is tied, the President shall have the deciding vote.
- g. The ACVC Board and Executive Board resolutions will be recorded in minutes. They have to be submitted for approval by the Board at the following ACVC Board meeting or Executive Board meeting/conference call.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the ACVC Board**

The ACVC Board:

- a. defines the general policy and strategic direction of the Association in respect of the ESC strategic plan and reports this to its members.
- b. prepares the annual budget of the Association, which is submitted to ESC Board for approval.
- c. approves the projects, the program of activities and all corresponding budgets, upon presentation by the Executive Board.

The President will be responsible for ensuring the execution of the decisions of the Board and ensuring the daily operation of the ACVC.

### **7-2 Role and responsibilities of The ACVC Executive Board**

The roles and responsibilities of the Executive Board are among others:

- a. to discuss business and operational plans, operations, organization and major projects and actual results and to report to the ACVC Board on a regular basis with the CEO and/or ESC management staff.
- b. to discuss and report to the ACVC Board on governance issues prior to reporting to the ESC Board
- c. to propose and seek approval for the budget from the ACVC Board within the ESC budget guidelines.

Each executive board member must act as representative or spokesperson of the ACVC, the president being the first in charge.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the Association for Acute CardioVascular Care, the Executive Board calls upon the ESC treasurer and Management Group.

The ACVC Board will be informed as soon as possible.

### **The President**

The President of the ACVC is a voting member of the ESC Board. The role of the President includes but is not necessarily limited to:

- a. Chairing the Board, Executive Board as well as the General Assemblies
- b. Ensuring implementation of the decisions of the ESC board and reporting to the Board
- c. Ensuring proper conduct of the ACVC business.
- d. Cooperating with the ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and The Association Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the Association.
- e. Finalizing the agenda for Board and Executive Board meetings as well as the General Assemblies

### **The President-Elect**

The President-Elect is the second level of authority and representation in the ACVC Board. He will automatically assume the office as President of the ACVC after two years and acts on behalf the President when needed.

The role of the President-Elect of the ACVC includes but is not necessarily limited to:

- a. Perform the duties of the ACVC President in his/her absence or incapacity including completing the Presidential term in the event of a vacancy
- b. Manage assignments given by the President or the ACVC Board
- c. Make recommendations on work processes and volunteers' assignments
- d. Ascertain, together with the ACVC Executive Board, continuity in ACVC leadership
- e. Before taking office as President, considering and preparing Board appointed Committees for the coming two years including renewal of Chairpersons and members as needed

### **The immediate Past President**

The immediate Past Presidency automatically follows a two-year term as President without further voting. The Past-President serves during two years and is thereafter not subject to re-election to a new Board position at the end of his/her mandate.

The role of the immediate Past President of the ACVC includes but is not necessarily limited:

- Provide insights on the ACVC history and guidance to the ACVC President and Board
- Act as Chairperson of the new Nominating Committee for the ACVC
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the ACVC business and affairs
- Ascertain in partnership with the President that the ACVC Board focuses on strategic planning and policy development
- Manage assignments given by the President or the ACVC Board and ensure continuity in the activities of the ACVC

### **The Secretary**

The Secretary provides support to the President and President-Elect for organizational matters and may have additional responsibilities assigned by the President.

The Secretary is elected by the ACVC eligible voting members for two (2) years. His/her role includes but is not necessarily limited to

- Provide guidance to the ACVC President and Board on statutory and organizational matters
- Manage assignments given by the President or the ACVC Board and ensure continuity in the activities of ACVC.
- Supervise and keep records of the ACVC Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff
- Make recommendations on work processes and volunteers' assignments

### **The Treasurer**

The Treasurer is responsible for supervising ACVC finances, ensuring budget follow-up and reporting to the ACVC Board.

The Treasurer is elected by the ACVC eligible voting members for two (2) years. His/her role includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the ACVC towards industry companies and representative of ESC Industry Department
- Supervise finances and provide guidance to the ACVC President and Board especially long-term financial planning and management, unbudgeted expenses
- Participate in fundraising activities and ensures full transparency of all transactions and compliance with current regulations
- Cooperate with the ESC Chief Executive Officer, ESC Chief Operating Officer, Chief Finance Officer and ACVC Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the ACVC
- Report on financial matters to the ACVC General Assembly

### **7-3 Role and responsibility of other ACVC Board members**

Those are Board members who do not hold executive positions in the Board. They are elected directly by the ACVC members in the corresponding elections for a two-year term. Their role includes:

- To attend all ACVC meetings
- To participate in all Board discussions and decisions with word and vote
- To work actively to reach the ACVC Board objectives and ensure delivery of the assigned tasks
- Regular Board members may, or may not take specific responsibilities within the Board, such as leading one of the ACVC Committees or Study Groups, according to the ACVC needs, their level of expertise OR interest

### **7-4 Roles and responsibility of other groups**

#### **ACVC Committees**

The ACVC committees are created by the Board to establish a dedicated group with specific functions to support the ESC and the ACVC strategy. Committees are in charge of the implementation of the strategic plan by developing and measuring results of specific activities.

Committees are managed by respective Committee Chair and Co-chair.

Committee Chairs are responsible for setting objectives, proposing activities and operational plan aligned with the mission and the strategy of the association.

Any activity must be validated by the Board prior to implementation.

Committee Chairs are initially selected among the elected ACVC Board members,–striving to accommodate ACVC needs followed by personal preferences/professional profile.

Committee Chairmanship that remains vacant after this selection will be appointed by the President with the approval of the Executive Board. Those Chairs will function as Ex-officio non-voting members in the Board for the duration of their Chairmanship. Ex officio committees Chairs who are not elected can be invited to attend Board meetings on an ad hoc basis.

Committee Chairs are supported by Committee Co-chairs who must be ACVC Silver members.

Committee Co-chairs can be elected board members or members nominated by the Executive Board striving to accommodate ACVC needs followed by personal preferences/professional profile. Those Co-chairs will function as Ex-officio non-voting members in the Board for the duration of their Co-chairmanship. Committees Co-chairs who are nominated can be invited to attend Board meetings on an ad hoc basis.

It is foreseen that for the sake of continuity, the Committee Chairs can appoint his/her predecessor to stay in the Committee as a regular member for another mandate (two years).

#### Roles and responsibilities of the Committees Chairs & Co-chairs

- Are responsible for meeting the objectives and ensuring delivery of the initiatives/projects listed by the Executive Board.
- Act as a link between the ACVC Board and the project task force.
- Manage assignments given by the ACVC President.
- Report on his/her initiatives/projects at ACVC Board meetings upon previous request.
- Propose and nominate (after approval of the Executive Board) 2 to 3 persons to each project task force and assign role and responsibilities.

The duration of these positions is two years. There can be no re-election to the same position

#### **ACVC Study Groups**

Study groups aim at advancing the science in selected fields of acute cardiovascular care in order to increase ACVC leadership position in those fields. Study groups should deliver sessions, scientific papers, research proposals, surveys...

Study groups are led by a Chair, a co-chair (who automatically becomes chair after the mandate of the co-chair has stopped) and a Past-Chair.

Each study group has freedom to propose to the Board, potential members/participants and activities.

The size of the study group should not exceed 20 (including chair & chair-elect/co-chair) people recognised as experts in the field.

All Active members of study groups need to be silver members of ACVC.

Experts interested in partial activities of a group should be linked as “associated members” – no silver membership is required – the number is limited to up to 5 people maximum.

#### Roles and responsibilities of the Study Group Chairs

- Study groups Chair is the leading person of the study group appointed by the ACVC Board to develop the specific objectives proposed for that particular study group.
- He/She is responsible for setting objectives, proposing activities and operational plan (milestones and expected output) aligned with the Board decisions when creating the study group.
- He/She organizes regular meetings and conference calls with its members to ensure progress and advancing of projects
- He/She must report to the Executive Board on a regular basis

#### **Task forces**

1. Task forces aim at advancing the science in specific topics of acute cardiovascular care, defined by the Board. They are formed to conduct specific and pre-defined projects
2. Task Forces have a duration of 2 years only (Mandate) – They can be reconducted for another two years to finalise the given task and can grow to a Study Group upon decision of the executive board
3. Task Force can be created /dissolved upon decision of the executive board
4. A task force has freedom to propose to the Board, potential members/participants and activities such as sessions, scientific papers, research proposals, surveys...
5. Task Force Chairs are the leading persons of the task force appointed by the ACVC Board to develop the specific objectives proposed for that particular task force
  - Set a delivery plan (with milestones) of the task force including the expected output agreed with the Board
  - Organise regular meetings and conference calls with its members to ensure progress and advancing of projects

Members of Task forces are ACVC silver members with a specific interest or skill appointed to function in the Task force

They are nominated by the task force Chair and are responsible

- To actively participate in meetings and calls
- To contribute and invest time/effort in initiatives
- To deliver timely the tasks assigned by th the Chair

Task Force membership should not exceed 10 people recognized as experts in the field.

### **7.5 Invitation to step down**

As a general rule, applied to all ACVC Board members, Co-chairs, Section members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be :

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with assignments and/or timelines.
- Taken collegially with the other members of concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Executive Board

If the invited member does not step down, the expulsion rules apply.

## **ARTICLE 8 – ACVC GENERAL ASSEMBLIES**

ACVC holds l general assemblies of its members (called general assembly) with the following purposes:

- Presentation of ACVC annual activities.
- Presentation of ACVC Election results and composition of the new ACVC Board and of the new ACVC Nominating Committee (in even years).
- Presentation of any changes to the ACVC membership scheme or benefits (if any)
- Discuss and express their opinion/vote on other ACVC associated matters as required.

The general assembly of members shall meet at least each year preferably at the time the annual Congress of the ACVC and at the annual ESC Congress

General assembly is attended by the current ACVC Board and the voting members of ACVC.

Non-voting members of ACVC may attend the General Assembly but cannot take part to the votes.

Additional general assemblies may be convened by the ACVC President as required.

An invitation to attend must be given to all ACVC voting members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the ACVC Board.

The President of the ACVC presides over the general assemblies of members and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the ACVC Board designated by the ACVC Board to this effect.

The minimum seniority for ACVC Members to obtain voting rights at ACVC general assemblies is 12 months. Only ACVC members having settled their dues 12 months ahead of the General assemblies and still member at the date of the actual votes, have voting rights at ACVC general assemblies. For all General Assemblies as of 1st January 2027, the minimum seniority will be 12 months.

Decisions of the General Assembly will be made by a simple majority of the votes cast by the present members.

#### **ARTICLE 9 - ACVC NOMINATING COMMITTEE**

The ACVC Nominating Committee shall be responsible for nominating to the general assembly, for its vote, candidates for the position of:

- elected voting members of the next ACVC Board
- members of the succeeding ACVC Nominating Committee

The Nominating Committee consists of the immediate Past President as Chairperson, past past president as co-chairperson and 3 voting members, elected for two years by the ACVC voting members.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the first next The ACVC Board.

For the new Nominating Committee, the Nominating Committee should aim at proposing up to 8 candidates for three positions and strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.

The Nominating Committee will fix the ACVC election timelines in order to be in a position to announce the election results of the new elected Board during the ACVC General Assembly.

For the new ACVC Board, the Nominating Committee should aim at proposing more than one candidate per position.

A job description for each Board position has to be proposed to ensure previous experience.

Decisions within the Nominating Committee will be made by a majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairperson shall not have a vote.

#### **ARTICLE 10 - PROCEDURE FOR THE ELECTION OF ACVC BOARD AND NOMINATING COMMITTEE**

The new ACVC Board and Nominating Committee are elected by the voting members of the ACVC.

The new elected Board members shall be announced at the ACVC general assembly that immediately precedes the two-year term of said Board.

##### **10.1 Eligibility to ACVC Board positions**

Only ACVC members originating from an ESC member Country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a Board position.

Appointed Board members are eligible for future executive ACVC Board positions, provided that they comply with the other requirements of the Association.

Ex-officio Board members are eligible under the condition that they held another position (not as ex-officio) in previous mandates and provided that they comply with the other requirements of the Association.

In addition to the above:

- Candidates for the position of President Elect must be a FESC and a Fellow of the ACVC, currently serving or have served in the immediate previous ACVC Board or in the pre-previous Board as voting or appointed members. The elected candidate will automatically become President two years later.
- Candidates for the position of Secretary/Treasurer must have served on a previous or current ACVC Board.

An ACVC Board Member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or Association is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of its term of office expires before the new functions start.

### **10.2 Eligibility to Nominating Committee positions**

Only the ACVC members originating from an ESC member country (as defined under article 3-1 of ESC Statutes) are eligible to become a Nominating Committee member.

To stand for Nominating Committee positions, candidates must also be ACVC members in good standing holding voting rights at the date of the opening of the call for applications.

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.

### **10.3 Voting process for the election of ACVC Board members and Nominating Committee members**

1. Voting for the new Board and Nominating Committee members will be conducted under the responsibility of the Executive Board.
2. All candidates have to sign the ACVC elections statement and candidate code of conduct and to submit their Declaration of Interest (DOI) prior to the start of the elections process. If this requirement is not fulfilled, the candidate will not be accepted.
3. To stand for election, candidates must be ACVC members in good standing holding voting rights at the date of the opening of the call for applications.
4. The Executive Board may proceed to conduct said elections at the earliest four (4) months before the general assembly during which the results and new Board composition are announced.
5. Said elections may be conducted by electronic voting procedure.
6. The minimum seniority for ACVC Members to obtain voting rights is 6 months before the opening of the call for application. Only ACVC members having settled their dues 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
7. Before each election, ACVC voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.
8. Voting will be by secret ballot.
9. Abstentions, null and blank votes are not included in the number of votes cast.

10. If there is only one candidate proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The candidate will be elected if there is a simple majority of votes in their favor.
11. If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.
12. A candidate can apply to only one voting Board position.
13. Representatives and employees from healthcare industry companies are not eligible to ACVC Board and Nominating Committee positions.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the ACVC must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the ACVC Board, any provision of the ACVC Rules of governance may be changed by the ESC Board.

# European Association of Cardiovascular Imaging

Rules of governance under article 3-2 of the ESC Statutes

Approved by ESC Board on 28 August 2025

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## **ARTICLE 1 - FORM - NAME**

The Association is called European Association of Cardiovascular Imaging, abbreviated to EACVI.

The European Association of Cardiovascular Imaging is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The European Association of Echocardiography was formed at the ESC General Assembly on 2nd September 2003 in Vienna for an undetermined duration.

By a vote of the ESC Extraordinary and Ordinary General Assemblies in Amsterdam on 3rd September 2013, the ESC Working Group (WG) on Nuclear Cardiology & Cardiac Computed Tomography (NC & CCT), and the ESC WG on Cardiovascular Magnetic Resonance (CMR) were dissolved and merged to form the unified EACVI structure.

The internal organisation of the European Association of Cardiovascular Imaging is regulated by the ESC Statutes, ESC By-laws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, by-laws and policies are prevalent upon the provisions hereafter.

## **ARTICLE 2 – PURPOSE AND MEANS**

The European Association of Cardiovascular Imaging contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease”.

The European Association of Cardiovascular Imaging has been formed to promote excellence in clinical diagnosis, research, technical development, and education in cardiovascular imaging.

The European Association of Cardiovascular Imaging takes responsibility for education and training of cardiologists and other professionals involved in Cardiovascular Imaging in the ESC member countries, and for the development of standards for their training, continuous education and professional conduct. In addition, the European Association of Cardiovascular Imaging promotes education, training and standards throughout the world.

The European Association of Cardiovascular Imaging wishes to improve the scientific understanding of Cardiovascular Imaging through promotion of research in this field.

The European Association of Cardiovascular Imaging may undertake the scientific organization of any congress, symposium or similar event, bringing together any and all professionals, including physicians, scientists, biomedical technicians, nurses and allied health professionals, interested in Cardiovascular Imaging.

The European Association of Cardiovascular Imaging may organize the collection, analysis, processing, publishing and communication of medical or scientific information from a wide range of physicians, scientists or institutions of Cardiovascular Imaging.

The European Association of Cardiovascular Imaging may collect, edit and publish articles or information whether in printed or electronic form on any medical or scientific nature related to Cardiovascular Imaging and has been delegated by ESC the running of the topic related journal(s).

The European Association of Cardiovascular Imaging may award scholarships, awards or grants for education, training or research in its area of interest.

Within the framework of the European Society of Cardiology, the EACVI objectives are:

1. To support the ESC mission.
2. To develop a strong multi-modality imaging association.
3. To represent the three Constituent Bodies (Section Echo, Section CMR and Section Nuclear Cardiology/Cardiac CT) in the new structure in a balanced way. This includes a commitment to strive towards an EACVI leadership that truly reflects the multi-modality nature of the EACVI.
4. To promote patient- rather than technology-centred research and clinical practice.
5. To organise the EACVI congress and section-specific meetings.
6. To further promote the European Heart Journal Cardiovascular Imaging (EHJ-CVI), the European Heart Journal – Imaging Methods and Practices (EHJ-IMP) and any related ESC journals delegated to EACVI.
7. To certify individuals who have achieved appropriate standards of clinical and research excellence and quality performance in Cardiovascular Imaging.
8. To accredit clinical laboratories which have attained appropriate standards of excellence in Cardiovascular Imaging.
9. To contribute to the ESC annual congress and participate in the Board committees of the ESC.
10. To cooperate with all organs and communities of the ESC, and with the National Working Groups, associations or societies, on matters of Cardiovascular Imaging.
11. Collaborate with other international organisations for Cardiovascular Imaging.

The Rules of governance of the EACVI aim to outline the principles of governance of a transparent and democratic organization within the European Society of Cardiology (ESC), with a strong collective leadership.

EACVI shall use the means that ESC provides, and necessary for its purpose.

### **ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS**

### **3.1 Individual members of the EACVI**

Membership of the EACVI is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC, including cardiologists, physicians, scientists, nurses and allied professionals, involved in the field of cardiovascular imaging, and who support the EACVI purpose and means as defined in article 2.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The EACVI membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

EACVI Membership benefit packages vary according to the levels of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review. The EACVI will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation. EACVI membership coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the EACVI Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### **3.2 Fellows of the European Association of Cardiovascular Imaging**

Physicians, scientists, nurses and other allied professionals who have made a major contribution to prevention, diagnosis, management or scientific understanding of cardiovascular disease, may apply to become a Fellow of European Association of Cardiovascular Imaging.

The procedures for application and election of the EACVI Fellows are decided upon by the EACVI Board.

These procedures, which may be amended from time to time, are available on the Fellows of EACVI section within the EACVI public website.

Each Fellow must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

### **3.3 Honorary members**

The EACVI can bestow upon individuals with exceptional merits in matters of cardiac imaging, and the EACVI, the award of becoming an Honorary Member. These should be EACVI members, although exceptions are possible.

Proposals can be made by EACVI Board members in writing to the EACVI President and providing a detailed recommendation and curriculum of the candidate.

Such decision must be taken by 50% +1 vote of the voting EACVI Board members present at the vote. No more than 1 Honorary Member per year should be awarded. Honorary Members receive a sign of recognition, hold a one-time EACVI lecture, and are entitled to lifelong EACVI membership and to participate at one EACVI congress per year without fee.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION OF INDIVIDUAL MEMBERS**

### **4.1 Resignation**

4.2 Individual members and Fellows of the EACVI may resign from their membership or Fellowship by sending their resignation in writing to the President or Secretary of the European Association of Cardiovascular Imaging. Their European Association of Cardiovascular membership will then be terminated at the end of the term for which it has been paid.

### **4.3 Death**

4.4 In the event of death of an individual member or a Fellow of the European Association of Cardiovascular Imaging, the membership is terminated immediately. Their heirs and assignees will not by right acquire

membership or Fellowship of the European Association of Cardiovascular Imaging, nor will obtain refund of the dues for the running period.

#### 4.5 Disciplinary measures

4.6 An individual member of the EACVI may be expelled from the EACVI/ESC for justified grievance.

4.7 Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of EACVI, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

### **ARTICLE 5 – ALLOCATED INCOME**

Within ESC budget, allocated income to the EACVI include:

- Membership dues
- Sponsorships revenue from products and services including congresses, events and courses
- Allocated income of the journals delegated to the European Association of Cardiovascular Imaging
- Any other resources authorized by applicable law and regulations.

The EACVI Board can seek financial support to cover investments or other expenses linked to the conduct of the Association activities in respect of ESC policies and procedures and in coordination with ESC staff.

### **ARTICLE 6 – INTERNAL GOVERNANCE OF THE EACVI**

#### **6.1 Board of the European Association of Cardiovascular Imaging**

The administration of the EACVI is conducted by a Board composed of:

1. Voting members who are elected by the EACVI members (see article 11 below) in even numbered years:
  - President
  - President-Elect
  - Immediate Past-President
  - Secretary
  - Treasurer
  - 6 Councillors who can also be Committee Chairs and who will be composed as follows:
    - 2 for Echocardiography
    - 2 for Cardiovascular Magnetic Resonance (CMR)
    - 2 for Nuclear Cardiology & Cardiac CT
  - 3 Vice Presidents: also Section Chairs of the three existing Sections
  - 3 Vice Presidents-elect of the three existing Sections
2. Appointed members who have an advisory role (these members have no voting rights) Committee Chairs, who are co-opted members, appointed by the President and approved by the EACVI Board
3. Ex-officio members
  - Editors-in-Chief of the EACVI official journals appointed according to the ESC Editor in Chief recruitment and appointment policy.
  - Other co-opted members invited by the EACVI Board
  - Representatives of other societies/ESC Constituent Bodies upon invitation of the EACVI President. These representatives are nominated by their respective body for a 2 year-term. Nomination of these members is at the discretion of their societies/constituent bodies.
  - Representatives of other ESC internal Constituent Bodies (when applicable) with an advisory role

An ex-officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the EACVI Board.

4. The Chief Executive Officer and the EACVI manager, both as non-voting members

The duties of all EACVI Board members are executed free of charge. EACVI Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Travel and meetings policy.

## 6.2 Executive Board of the European Association of Cardiovascular Imaging

Within the Board, the executive Board is composed of:

- President
- President-Elect
- Immediate Past-President
- Secretary
- Treasurer
- 3 EACVI Vice Presidents (Chairs of each section)
- Editors-in-Chief (non-voting)

The President of EACVI must be a member in good standing of one of the ESC National Societies of Cardiology and remain a Fellow of the ESC.

## 6.3 Duration of terms and re-election

1. Voting EACVI Board members shall hold their positions for a period of two years. This two-year term shall start and come to an end at the close of the EACVI general assembly.
2. There can be no re-election to the same position except for the position of Councillor, for which the candidate may stand for election for one more term, with a maximum of 2 terms.
3. Appointed and ex-officio Board members (with the exception of the Editor in Chief) are appointed by the EACVI Board for a 2 year-term, which term may be extended once at the same position.
4. The President-Elect will automatically become President at the end of their two-year mandate and the President will automatically become immediate Past President at the end of their mandate.

### 6.4 Oath of office and declaration of interest

Any person elected, appointed or invited to the EACVI Board, a Committee, Task Force, or other activity and/or whose role represents an official EACVI/ESC position is required to sign the **ESC Oath of Office** (Annex I of ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All EACVI Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders declare their financial relations with industry.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an EACVI/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy or might be subject to disciplinary proceedings.

## 6.5 Resignation or death of a Board member or volunteer

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the EACVI Board, he or she will be replaced as follows:

1. If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the President Elect on an acting basis.

2. If it concerns the President Elect, the EACVI Board will refer the matter to the next EACVI general assembly for a vote following, to the extent possible, the procedures laid down in these rules of governance. In the meantime, until voting has taken place, the task related to the position of President Elect within the EACVI may be delegated to one of the other voting Board members, or to any previous EACVI Board member. A previous Board member will have no voting rights.
3. If it concerns the Past President, the EACVI Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous EACVI Board member will have no voting rights.
4. If it concerns the Secretary, Treasurer, or another voting Board member, the EACVI Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any Fellow of the EACVI to fill such position for the balance of the two-year mandate. The latter Fellow will have no voting rights. The Board will refer the matter to the next EACVI general assembly for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
5. If it concerns non-voting EACVI Board members, the President may propose any qualified person for the balance of the two-year mandate. This must be approved by the EACVI Board.

### **6.6 Meetings and deliberations**

1. The EACVI Board and Executive Board meetings shall be convened by the President or at least one-half of the voting Board members.
2. The EACVI Board and Executive Board must meet a minimum of 3 times every year in person or online.
3. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 1 week before the date of the meeting.
4. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication.
5. The presence of no less than half of the voting members is necessary for a valid vote.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the EACVI Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent voting Board or Executive Board members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote.
7. In the event that the number of votes cast at a meeting of the EACVI Board or Executive Board on any matter is tied, the President shall have the deciding vote.
8. The EACVI Board and Executive Board resolutions will be recorded in minutes. They have to be submitted for approval by the Board at the following EACVI Board meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the EACVI Board**

The EACVI Board defines the general policy and strategic direction of the European Association of Cardiovascular Imaging, in respect of the ESC strategic plan and reports this to its members.

The EACVI Board approves the projects, the programme of activities and all corresponding budgets, upon presentation by the Executive Board.

The EACVI Board prepare the annual budget of the European Association of Cardiovascular Imaging, which is submitted to the ESC Board for approval.

The President will be responsible for ensuring the execution of the decisions of the Board and ensuring the daily operation of the European Association of Cardiovascular Imaging.

### **7-2 Role and responsibilities of the EACVI Executive Board**

The roles and responsibilities of the Executive Board are among others:

- to discuss business and operational plans, operations, organisation and major projects and actual results and to report to the EACVI Board on a regular basis with the CEO and/or ESC management staff
- to discuss and report to the EACVI Board on governance issues prior to reporting to the ESC Board
- to propose and seek approval for the budget from the EACVI Board within the ESC budget guidelines.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the European Association of Cardiovascular Imaging, the Executive Board calls upon the ESC treasurer and Management Group.

The EACVI Board will be informed as soon as possible.

Veto right:

- The veto can only be used by EACVI Vice Presidents (Section Chairs) for matters and decisions severely and directly impacting the integrity, finances and existence of the Sections.
- This right is to be used individually and only in exceptional circumstances where consensus in the Board cannot be reached. In case of exercise of veto, the members of the Board shall make every effort to resolve the matter which occasioned the veto.

### **7-3 Role and responsibilities of the President**

The role of the President of the EACVI includes but is not necessarily limited to:

- Finalising the agenda for the EACVI Board and Executive Board meetings as well as the EACVI General Assemblies
- Chairing the EACVI Board, Executive Board as well as EACVI General Assemblies
- Ensuring implementation of the decisions of the ESC board of whom he/she is a voting member and reporting to the EACVI Board and proper conduct of the EACVI business.
- Cooperate with the ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and EACVI Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the European Association of Cardiovascular Imaging.

### **7-4 Role and responsibility of other EACVI Board members**

#### **i. Roles and responsibilities of the President-Elect**

The President-Elect will automatically assume the office as President of the EACVI after two years and acts on behalf the President when needed.

The role of the President-Elect of the EACVI includes but is not necessarily limited to the following:

- Interact openly and transparently with the ESC Board
- Act as representative or spokesperson of the EACVI
- Ascertain in partnership with the EACVI President that the Board focuses on strategic planning and policy development

Perform the duties of the EACVI President in absence or incapacity including completing the Presidential term in the event of a vacancy

- Manage assignments given by the President or the EACVI Board
- Make recommendations on work processes and volunteers' assignments
- Ascertain, together with the EACVI Executive Board, continuity in EACVI leadership
- Before taking office as President, consider and prepare Board appointed Committees for the coming two years including renewal of Chairpersons and members as needed
- Will participate with the Vice Presidents to develop the scientific programme of the EACVI congress

#### **ii. Roles and responsibilities of the immediate Past President**

The immediate Past Presidency automatically follows a two-year term as President.

The Past-President serves for two years and is thereafter not subject to re-election to a new Board position at the end of his/her mandate.

The role of the immediate Past President of the EACVI includes but is not necessarily limited to the following:

Act as representative or spokesperson of the EACVI

Provide insights into the EACVI history and guidance to the EACVI President and Board

- Act as Chairperson of the new Nominating Committee for the EACVI

Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EACVI business and affairs

- Ascertain in partnership with the President that the EACVI Board focuses on strategic planning and policy development
- Manage assignments given by the President or the EACVI Board and ensure continuity in the activities of the EACVI
- Represent the EACVI at the ESC Congress Programme Committee
- Become the Chair of the International Communities and Membership Committee

### iii. **Roles and responsibilities of the Secretary**

Act as representative or spokesperson of the EACVI

- Ascertain in partnership with the President that the EACVI Board focuses on strategic planning and policy development
- Provide guidance to the EACVI President and Board on statutory and organisational matters
- Ensure due process has been followed if membership proposes a change to the Constitution
- Manage assignments given by the President or the EACVI Board and ensure continuity in the activities of the EACVI
- Supervise and keep records of the EACVI Board minutes, activities and membership in close cooperation with the ESC dedicated Staff
- Make recommendations on work processes and volunteers' assignments

### iv. **Roles and responsibilities of the Treasurer**

Act as representative or spokesperson of the EACVI for any financial matters pertaining to the Association.

- Ascertain in partnership with EACVI President that the EACVI Board focuses on strategic planning and policy development.
- Supervise finances and provide guidance to the EACVI President, EACVI Executive Board and EACVI Board especially to long-term financial planning and management and unbudgeted expenses.
- Participate in fundraising activities and ensure full transparency of all transactions and compliance with current regulations.

Cooperate with the ESC Chief Executive Officer, ESC Chief Finance Officer, ESC Chief Operating Officer (COO) and EACVI Manager in preparing business plans, reviewing budgetary and financial issues of the EACVI.

Reports on financial matters to the EACVI General Assembly.

Supervise the EACVI finances held by the ESC

## **Roles and responsibility of other groups: Sections / committees**

### i. **Roles and responsibilities of the Sections**

- The role of the Sections is to represent each imaging modality and to support the EACVI mission.

- EACVI Vice Presidents will be responsible for executing the decisions of the EACVI Board and ensuring the smooth running of the EACVI.
- The Sections are represented on the EACVI Board through their EACVI Vice President (voting) and Vice President-elect (voting). There are two Councillors representing each section on the EACVI Board.
- Each EACVI Vice President (Section Chair) is a member of the EACVI Executive Board

Creation of a new Section requires approval by the EACVI Board (50%+1 vote of the full Board present at the vote) as well as the EACVI General Assembly. The detailed process for creation of a new Section will be defined by the EACVI Board.

## ii. Committees

The President will select the Chair of each Committee in consultation with the Executive Board ensuring that each section will have at least one committee chair, but the aim is of a balanced (e.g. countries, modalities/sections) leadership of committees. In this selection process the elected EACVI board members should preferably be considered for Committee Chair.

In case there is no suitable Chair among elected Board members, the President of the EACVI can nominate an ad hoc Chair that will automatically become a non-voting Board member.

The Scientific Programme chairs for the different subspecialty congresses (e.g., EuroEcho, EuroCMR, ICNC) are the exception to this rule and are not appointed directly by the President. They are usually the EACVI Vice-Presidents, who can appoint a scientific programme committee of their choice in consultation with the EACVI President.

Vice Presidents will select one Section representative for each Committee.

## 7.6 Invitations to step down

As a general rule, applied to all EAVCI Board members, Co-chairs, members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with timelines and assignments.
- Taken collegially with the other members of concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Executive Board

If the invited member does not step down, the expulsion rules apply.

## **ARTICLE 8 – EACVI GENERAL ASSEMBLIES**

EACVI holds an annual assembly of its members (called general assembly) with the following purpose:

- Presentation of EACVI annual activities.
- Presentation of EACVI Election results and composition of the new EACVI Board and of the new EACVI Nominating Committee (in even years).
- Presentation of any changes to the EACVI membership scheme or benefits (if any).
- Discuss and express members opinion/vote on other EACVI associated matters as required.

The general assembly of members shall meet each year preferably at the time of the annual Congress of the EACVI. General assembly is attended by the current EACVI Board and the members of EACVI.

Additional general assemblies may be convened by the EACVI President as required.

An invitation to attend must be given to all EACVI voting members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the EACVI Board.

The President of the EACVI presides over the general assemblies of members and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the EACVI Board designated by the EACVI Board to this effect.

The minimum seniority for EACVI Members to obtain voting rights at EACVI general assemblies is 6 months. Only EACVI members having settled their dues 6 months ahead of the General assemblies and still member at the date of the actual votes, have voting rights at EACVI general assemblies. For all General Assemblies as of 1st January 2027, this minimum seniority will be 12 months.

Decisions of the General Assembly will be made by a simple majority of the votes cast by the present members.

## **ARTICLE 9 - EACVI NOMINATING COMMITTEE**

The EACVI Nominating Committee shall be responsible for nominating to the voting EACVI members, for its vote, candidates for the position of:

- elected voting members of the next EACVI Board
- voting members of the succeeding EACVI Nominating Committee

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the first next EACVI Board.

For the new EACVI Board, the Nominating Committee should aim at proposing more than one candidate per position.

The Nominating Committee will fix the EACVI election timelines in order to be in a position to announce the election results of the new elected Board during the EACVI General Assembly.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairperson shall not have a vote.

The Nominating Committee should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies.

In addition, the EACVI Nominating Committee (NC) aims to have equal representation between the sections and thus consists of:

1. The Immediate EACVI Past-President (Chair, non-voting at NC selections). He/she takes into account all the principles of representation stated in the NC bylaws and leads the initial, general discussion amongst all voting and non-voting members about all received applications for EACVI Board positions.
2. One representative from each section's past leadership (3 in total, non-voting at NC selections): e.g. the Immediate EACVI Past Vice-Presidents or, if these are not eligible because of conflicts of interest, the previous past Section Chairs (in reverse chronological order) who are eligible and have no conflicts. They will provide input about the candidates for Councillor/Vice President-Elect for their sections and their suitability to be nominated (e.g. scientific contribution, teaching, international recognition, balanced geographical distribution as detailed in the NC bylaws).
3. The current President-Elect (non-voting at NC selections)
4. 5 voting representatives of the EACVI Community elected by the EACVI voting members

The Selection of NC members candidates should be made avoiding any conflict of interest.

There should be no more than 1 candidate to voting positions of Nominating Committee from one country except if from the same country as the Nominating Committee Chair. The country where the person currently works (having a permanent position) will be considered when selecting the candidates to positions of member of the NC.

Selected candidates for NC voting positions shall represent each section of the EACVI.

The NC Chair will ensure the final composition of the NC follows these rules.

A Nominating Committee member cannot sit on the Board at the same time except for the position of the current President-Elect (non-voting) and that of the Immediate Past-President, who chairs the Nominating Committee.

The role of the Nominating Committee consists of:

- Evaluating and proposing candidates for EACVI Board elections based on defined pre-requisites described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.
- Ensuring balance of candidates with appropriate experience from all regions within the ESC member countries according to pre-defined selection criteria
- Selecting candidates that represent all imaging modalities in a balanced way

The term of the Nominating Committee mandate is two years non-renewable.

## **ARTICLE 10 - PROCEDURE FOR THE ELECTION OF THE EACVI BOARD AND NOMINATING COMMITTEE**

The new EACVI voting Board and Nominating Committee are elected by the voting members of EACVI.

The new elected Board members shall be announced at the general assembly that immediately precedes the two-year term of said Board.

### **10.1 Eligibility to EACVI Board positions**

- Only EACVI members originating from an ESC member Country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a Board position.
- To stand for Board positions, candidates must also be EACVI members in good standing holding voting rights at the date of the opening of the call for applications.

Appointed committee chairs are eligible for future elected EACVI Board positions provided that they comply with the other requirements of the Association.

Ex-officio Board members are eligible for future executive EACVI Board positions under the condition that they held another position (not as ex-officio) in previous mandates and provided that they comply with the other requirements of the Association.

- President-Elect: Candidates for the position of President Elect must be a FESC, currently serving or have served in the immediate previous EACVI Board or in the pre-previous EACVI Board as elected or appointed member. The elected candidate will automatically become President two years later.
- Secretary and Treasurer: Candidates for the positions of Secretary and Treasurer must have served on one preceding EACVI Board.
- Vice President-elect: One can be eligible as a Vice President-elect candidate, after having served at least 2 years as an elected Board Member or as a Councillor on the EACVI Board. If there are no candidates meeting these criteria, the Nominating Committee may choose candidates with other appropriate qualifications from the existing applications, such as relevant national society leadership or other relevant contribution to the field.

A EACVI Board member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or Association is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of its term of office expires before the new functions start.

Candidates standing for the available EACVI Board positions must be endorsed by their own National Cardiac Society and be FESC.

### **10.2 Eligibility to Nominating Committee positions**

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.

To stand for Nominating Committee positions, candidates must also be EACVI members in good standing holding voting rights at the date of the opening of the call for applications.

Only EACVI members originating from an ESC member country (see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to become a Nominating Committee member.

### **10.3 Voting process for the election of EACVI Board members and Nominating Committee members**

1. All candidates have to sign an oath of office and code of conduct and to submit their Declaration of Interest (DOI) prior to the start of the elections process. If this requirement is not fulfilled, the candidate will not be accepted.
2. Voting for the new Board and Nominating Committee members will be conducted under the responsibility of the Executive Board
3. The Executive Board may proceed to conduct said elections at the earliest four (4) months before the general assembly during which the results and new Board composition are announced..
4. Said elections may be conducted by electronic voting procedure.
5. The minimum seniority for EACVI Members to obtain voting rights is 6 months before the opening of the call for application. Only EACVI members having settled their dues 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
6. Before each election, EACVI voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.
7. A job description for each association has to be provided Board position to ensure previous experience.
8. Voting will be by secret ballot.

9. If only one candidate is proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The proposed candidate will be elected by simple majority.
10. Abstentions, null and blank votes are not included in the number of votes cast.
11. If any candidate is not elected by a simple majority of votes, his/her candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.
12. A candidate can apply to only one voting Board position.
13. Representatives and employees from Healthcare industry companies are not eligible to EACVI Board and Nominating Committee positions.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the EACVI must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 – CONGRESS and MEETINGS**

EACVI leads a multi-modality imaging congress. This congress is called “EACVI congress” and will be co-chaired by the President, President-Elect and/or the Vice Presidents.

#### **ARTICLE 14 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the EACVI Board, any provision of the EACVI Rules of governance may be changed by the ESC Board.

# European Association of Preventive Cardiology (EAPC)

Sub-specialty Association rules of governance

under article 3-2 of the ESC Statutes

Approved by ESC Board on 28 August 2025

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## **ARTICLE 1 - FORM - NAME**

The Association is called European Association of Preventive Cardiology, abbreviated to EAPC.

The European Association of Preventive Cardiology is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The EAPC was formed at the ESC General Assembly on 30 August 2004 for an undetermined duration as the “European Association for Cardiovascular Prevention and Rehabilitation”(EACPR).

The change of name was voted at the EACPR General Assembly on 28 August 2016 in Rome.

The internal organisation of the EAPC is regulated by the ESC Statutes, ESC By-laws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, by-laws and policies are prevalent upon the provisions hereafter.

## **ARTICLE 2 – PURPOSE AND MEANS**

The EAPC contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease”.

The EAPC has been formed to “promote excellence in research, practice, education and policy in cardiovascular health, primary and secondary prevention”.

The EAPC takes responsibility for education and training of cardiologists and other professionals involved in primary and secondary prevention in the ESC member countries, and for the development of standards for their training, continuous education and professional conduct. In addition, the EAPC promotes education, training and standards throughout the world.

The EAPC wishes to improve the scientific understanding of primary and secondary prevention through promotion of research in this field.

The EAPC may undertake the scientific organisation of any congress, symposium, or similar event, bringing together any and all professionals, including physicians, scientists, biomedical technicians, nurses and allied health professionals, interested in primary and secondary prevention.

The EAPC may organise the collection, analysis, processing, publishing, and communication of medical or scientific information obtained from a wide range of physicians, scientists or institutions of primary and secondary prevention.

The EAPC may collect, edit, and publish articles or information whether in printed or electronic form on any medical or scientific nature related to primary and secondary prevention and has been delegated by ESC the running of the topic related journal(s).

The EAPC may award scholarships, awards or grants for education, training or research in its area of interest.

The Rules of governance of EAPC aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

EAPC shall use the means that ESC provides, and necessary for its purpose.

## **ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS**

### **3.1 Individual members of the European Association of Preventive Cardiology**

EAPC membership is subscribed to on an individual and direct basis.

Full membership is open to all healthcare professionals, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC, including cardiologists, physicians, scientists, nurses and allied professionals involved in the field of preventive cardiology and who supports the EAPC mission as defined in article 2.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The EAPC membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

Membership benefit packages vary according to the levels of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review. EAPC will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation.

The EAPC membership coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the EAPC Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### **3.2 Fellows of the European Association of Preventive Cardiology**

Physicians, scientists, nurses and other allied professionals who have made a major contribution to prevention, diagnosis, management or scientific understanding of cardiovascular disease, may apply to become a Fellow of the European Association of Preventive Cardiology (when applicable).

The procedures for application and election of EAPC Fellows (when applicable) will be decided upon by the EAPC Board.

The procedures for application and election of EAPC Fellows (when applicable) will be decided upon by the EAPC Board.

When applicable, these procedures, which may be amended from time to time, are available on the Fellows of EAPC section within the EAPC public website.

Each Fellow must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION OF INDIVIDUAL MEMBERS**

### **4.1) Resignation**

Individual members and Fellows (when applicable) of the EAPC may resign from their membership by sending their resignation in writing to the President or Secretary/Treasurer of EAPC Board. Their EAPC membership will then be terminated at the end of the term for which it has been paid.

### **4.2) Death**

In the event of death of an individual member or a Fellow of the EAPC, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the EAPC, nor will obtain refund of the dues for the running period.

### **4.3) Disciplinary measures**

An individual member of the EAPC may be expelled from the EAPC/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of EAPC, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

## **ARTICLE 5 – ALLOCATED INCOME**

Within ESC budget, allocated income to EAPC include:

- Membership dues
- Sponsorships revenue from products and services including congresses, events and courses
- Allocated income of the journals delegated to EAPC
- And any other resources authorised by applicable law and regulations

The EAPC Board can seek financial support to cover investments or other expenses linked to the conduct of the Association activities, in respect of ESC policies and procedures and in coordination with ESC staff.

## **ARTICLE 6 – INTERNAL GOVERNANCE OF EAPC**

### **6.1 Board of EAPC**

The administration of EAPC is conducted by a Board composed of :

1. Voting members
  - Executive Board elected by the EAPC members in even numbered years
  - Sections Chairpersons, elected amongst and by the sections' nuclei
2. Appointed members (these members have no voting rights)
  - Committee Chairpersons
  - Young Community lead

Appointed members are appointed by the incoming EAPC President in even numbered years

3. Ex-officio members:
  - Representatives of other ESC internal Constituent Bodies (e.g. Cardiovascular Risk Collaboration co-chairperson) with an advisory role
  - EJPC Editor-in-Chief
  - Other co-opted members invited by the Board

An ex-officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the EAPC Board.

4. The Chief Executive Officer and the EAPC manager, both as non-voting members

The duties of all EAPC Board members are executed free of charge. EAPC Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Travel and Meetings policy.

### **6.2 Executive Board, Sections, Committees and Task Forces of EAPC**

#### **6.2.1 Executive Board of EAPC**

Within the Board, the executive Board is composed of 5 voting members who are elected by the EAPC members (see article 8 below) in even numbered years.

- President
- President-elect

- Immediate Past-President
- Secretary
- Treasurer

The President of EAPC must be a member in good standing of one of the ESC National Societies of Cardiology and remain a Fellow of the ESC and EAPC (when applicable).

### **6.2.2 Sections of EAPC**

- The EAPC Board establishes Sections as needed
- The EAPC Sections are composed by a nucleus of 8-12 members elected by the EAPC members (see article 8 below) in even numbered years
- For each section: a Chairperson, Chairperson-elect and Secretary, elected amongst and by the section nucleus, in even numbered years
- Up to 4 Advisory members / Liaison officers (non-voting) appointed by the section chair, chair-elect and secretary, for 2 years, renewable once.

### **6.2.3 Committees of EAPC**

- The EAPC Board establishes Committees as needed
- Committee Chairpersons are appointed by the EAPC President
- Committees are composed by a representative and a deputy from each EAPC section
- Up to 2 Advisory members / Representatives of other ESC internal Constituent Bodies (non-voting) appointed by the committee chair, for 2 years, renewable once.

### **6.2.4 Task Forces of EAPC**

- The EAPC Board establishes Task Forces as needed, for a period of 2 years
- Task Forces Chairpersons are appointed by the EAPC President
- Task Forces are composed of 8-10 experts appointed by the EAPC Board

## **6.3 Duration of terms and re-election**

- 1) Voting EAPC Board members shall hold their positions for a period of two years. This two-year term shall start and come to an end at the close of the ESC General Assembly.
- 2) There can be no re-election to the same position, except for the positions of Secretary and Treasurer, for which the candidate may stand for election for one more term, with a maximum of 2 terms.
- 3) The period in office should not exceed 3 mandates, including a maximum of two mandates in the same position for Secretary and Treasurer. Once the maximum term of office is completed, a Board member is not eligible for re-election to the Board for a period of four years. The six-year period of service required to serve as President-Elect, President and Past-President are exceptions to the mandate limit.
- 4) Appointed and ex-officio members (with the exception of the Editor in Chief) are appointed by the EAPC Board for a 2 year-term, which term may be extended once at the same position.
- 5) The president elect will automatically become president at the end of their two-year mandate and the President will automatically become immediate Past President at the end of their mandate.
- 6) Sections nuclei members are elected for a 2 year-term, renewable twice, for a maximum duration of 6 years. Applications for renewals are subject to the approval of the Chairperson, Chairperson-elect and Secretary. Section nuclei members are eligible to reapply for election in a different section immediately after a previous mandate.
- 7) Sections Chairpersons are elected amongst and by the sections' nuclei: Sections Chair-elect will automatically become Chairs at the end of their two-year mandate and will automatically become immediate Past Chairs at the end of their mandate.

## **6.4 Oath of office and declaration of interest**

Any person elected, appointed or invited to the EAPC Board, a Committee, Task Force, or other activity and/or whose role represents an official EAPC/ESC position is required to sign the **ESC Oath of Office** (Annex I of the ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All EAPC Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the EAPC/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an EAPC/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings

### **6.5 Resignation or death of a Board member or volunteer**

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the EAPC Board, he or she will be replaced as follows:

1. If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the President Elect on an acting basis.
2. If it concerns the President Elect, the EAPC Board will refer the matter to the next EAPC general assembly for a vote following, to the extent possible, the procedures laid down in these rules of governance. In the meantime, until voting has taken place, the task related to the position of President Elect within the EAPC Board may be delegated to one of the other voting Board members, or to any previous EAPC Board member. A previous Board member will have no voting rights.
3. If it concerns the Immediate Past President, the EAPC Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous EAPC Board member will have no voting rights.
4. If it concerns the Secretary, Treasurer, or another voting Board member, the EAPC Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any Fellow of the EAPC to fill such position for the balance of the two-year mandate. The latter Fellow will have no voting rights. The Board will refer the matter to the next EAPC elections for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
5. If it concerns non-voting EAPC Board members, the President may propose any qualified person for the balance of the two-year mandate. This must be approved by the EAPC Board.

### **6.6 Meetings and deliberations**

1. EAPC Board and Executive Board meetings shall be convened by the President or at least one-half of the voting Board members.
2. EAPC Board and Executive Board must meet a minimum of 3 times every year in person or online.
3. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 1 week before the date of the meeting.
4. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication.
5. The presence of no less than half of the voting members is necessary for a valid vote.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the EAPC Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent voting Board or Executive Board members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote. In the event that the

number of votes cast at a meeting of the EAPC Board or Executive Board on any matter is tied, the President shall have the deciding vote.

7. EAPC Board and Executive Board resolutions will be recorded in minutes. They have to be submitted for approval by the Board at the following EAPC Board meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the EAPC Board**

EAPC Board defines the general policy and strategic direction of the EAPC, in respect of the ESC strategic plan and reports this to its members.

EAPC Board approves the projects, the programme of activities and all corresponding budgets, upon presentation by the Executive Board.

EAPC Board prepares the annual budget of the EAPC, which is submitted to ESC Board for approval.

The President will be responsible for ensuring the execution of the decisions of the Board and ensuring the daily operation of the EAPC.

### **7-2 Role and responsibilities of EAPC Executive Board**

The roles and responsibilities of the Executive Board are among others:

- to discuss business and operational plans, operations, organisation and major projects and actual results and to report to the EAPC Board on a regular basis with the CEO and/or ESC management staff
- to discuss and report to the EAPC Board on governance issues prior to reporting to the ESC Board
- to propose and seek approval for the budget from the EAPC Board within the ESC budget guidelines.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the EAPC, the Executive Board calls upon the ESC treasurer and Management Group.

The EAPC Board will be informed as soon as possible.

### **7-3 Role and responsibilities of the President**

The role of the President of EAPC includes but is not necessarily limited to:

- Proposing a strategic roadmap for his/her two-year mandate, in continuity of previous mandates and in alignment of the ESC Strategic Plan. Upon approval by EAPC Board, coordinates its implementation plan.
- Finalising the agenda for the EAPC Board and Executive Board meetings as well as EAPC General Assemblies
- Chairing the EAPC Board, Executive Board as well as EAPC General Assemblies
- Ensuring implementation of the decisions of the ESC board of whom he/she is a voting member and reporting to the EAPC Board and proper conduct of the EAPC business.
- Cooperate with the ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and EAPC Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the EAPC.
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EAPC business and affairs
- Be a full ex-officio voting member of the ESC Board and as such, act as representative of the ESC Board
- The President is a member of any meeting of the EAPC by right.

### **7-4 Role and responsibility of other EAPC Board members**

#### **EAPC President-elect**

The role of the President-elect of EAPC includes but is not necessarily limited to:

- Act as representative or spokesperson of the EAPC

- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EAPC business and affairs
- Perform the duties of the EAPC President in absence or incapacity including completing the Presidential term in the event of a vacancy
- Manage assignments given by the President or the EAPC Board
- Make recommendations on work processes and volunteers' assignments
- Ascertain, together with the EAPC Executive Board, continuity in EAPC leadership
- Actively contribute to EAPC Board meetings, EAPC General Assemblies and EAPC Executive Officers meetings and EAPC activities.
- Before taking office as President, consider and prepare Board appointed Committees for the coming two years including renewal of Chairpersons and members as needed

### **EAPC Past-President**

The role of the Past-President of EAPC includes but is not necessarily limited to:

- Act as representative or spokesperson of the EAPC.
- Provide insights on the EAPC history and guidance to the EAPC President and Board.
- Act as Chairperson of the new Nominating Committee for the EAPC.
- Manage assignments given by the President or the EAPC Board and ensure continuity in the activities of the EAPC.
- Actively contribute to EAPC Board meetings, EAPC General Assemblies and EAPC Executive Officers meetings and EAPC activities.
- Contribute to the EAPC Honorary Presidents' Network.

### **EAPC Treasurer**

The role of the Treasurer of EAPC includes but is not necessarily limited to:

- Act as representative or spokesperson of the EAPC
- Supervise finances and provide guidance to the EAPC President and Board especially long-term financial planning and management, unbudgeted expenses
- Participate in fundraising activities and contribute to ensuring full transparency of all transactions and compliance with current regulations
- Cooperate with the ESC Chief Executive Officer, Chief Finance Officer, and Association Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the EAPC
- Report on financial matters to the EAPC Executive Board and EAPC Board in collaboration with the EAPC Manager and Chief Finance Officer.
- Actively contribute to EAPC Board meetings, EAPC General Assemblies and EAPC Executive Officers meetings and EAPC activities.

### **EAPC Secretary**

The role of the Secretary of EAPC includes but is not necessarily limited to:

- Act as representative or spokesperson of the EAPC
- Provide guidance to the EAPC President and Board on statutory and organisational matters
- Manage assignments given by the President or the EAPC Board and ensure continuity in the activities of the EAPC
- Act as chairperson of the EAPC Communications Committee
- Supervise and keep records of the EAPC Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff.
- Make recommendations on work processes and volunteers' assignments.
- Actively contribute to EAPC Board meetings, EAPC General Assemblies and EAPC Executive Officers meetings and EAPC activities.

## 7-5 Roles and responsibility of other groups: Sections / committees

EAPC Sections/Committee/Task Forces Chairpersons

The role of the Sections/Committees chairperson of EAPC includes but is not necessarily limited to:

- Definition of objectives and action plan for the Section/Committee/Task Force, in alignment with the EAPC Strategic plan and the EAPC mission
- Coordination of the Section/Committee/Task Force activities
- Regular reporting to and from the EAPC Board
- Motivation of Section/Committee/Task Force members
- Lead the Section/Committee/Task Force meetings and videoconferences (at least two/year).
- Selection of candidates for the Nuclei members elections (Applicable to Sections Chairpersons only)
- Promotion of EAPC activities

### 7.6 Invitations to step down

As a general rule, applied to all EAPC Board members, Co-chairs, members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with assignments and/or timelines.
- Taken collegially with the other members of concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Executive Board

If the invited member does not step down, the expulsion rules apply.

## ARTICLE 8 – EAPC GENERAL ASSEMBLIES

EAPC holds an annual assembly of its members (called general assembly) with the following purpose:

- Presentation of EAPC annual activities.
- Presentation of EAPC Election results and composition of the new EAPC Board and of the new EAPC Nominating Committee (in even years).
- Presentation of any changes to the EAPC membership scheme or benefits (if any)
- Discuss and express members opinion/vote on other EAPC associated matters as required.

The general assembly of members shall meet each year preferably at the time the annual Congress of the EAPC. General assembly is attended by the current EAPC Board and the members of EAPC.

Additional general assemblies may be convened by the EAPC President as required.

An invitation to attend must be given to all EAPC members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the EAPC Board.

The President of the EAPC presides over the general assemblies of members and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the EAPC Board designated by the EAPC Board to this effect.

The minimum seniority for EAPC Members to obtain voting rights at EAPC general assemblies is 6 months. Only EAPC members having settled their dues 6 months ahead of the General assemblies and still member at the

date of the actual votes, have voting rights at EAPC general assemblies. For all General Assemblies as of 1st January 2027, this minimum seniority will be 12 months.

Decisions of the General Assembly will be made by a simple majority of the votes cast by the present members.

#### **ARTICLE 9 - EAPC NOMINATING COMMITTEE**

The EAPC Nominating Committee shall be responsible for nominating to the general assembly, for its vote, candidates for the position of:

- elected voting members of the next EAPC Board
- members of the succeeding EAPC Nominating Committee
- Sections nuclei members

Pre-selection of Sections nuclei members is delegated to the Section Chair, Chair elect and Secretary.

The Nominating Committee consists of the immediate Past Presidents as Co-Chairpersons, and four (4) voting members, elected for two years by the EAPC voting members.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson will appoint a replacement member, after consulting the relevant EAPC Section. That replacement needs to be confirmed by a simple majority vote of the first next EAPC Board.

For the new EAPC Board, the Nominating Committee should aim at proposing more than one candidate per position.

For the new Nominating Committee, the Nominating Committee should aim at proposing at least 1 candidate, representing each EAPC Section.

A job description for each association Board position has to be provided to ensure previous experience.

The Nominating Committee should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.

The Nominating Committee will fix the EAPC election timelines in order to be in a position to announce the election results of new elected Board during the EAPC General Assembly.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairperson shall not have a vote.

#### **ARTICLE 10 - PROCEDURE FOR THE ELECTION OF EAPC BOARD AND NOMINATING COMMITTEE**

The new EAPC Board and Nominating Committee are elected by the voting members of EAPC.

The new elected Board members shall be announced at the EAPC general assembly that immediately precedes the two-year term of said Board.

##### **10.1 Eligibility to EAPC Board positions and EAPC Section**

Only EAPC members originating from an ESC member Country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to an elected or appointed position.

To stand for elected positions, candidates must also be EAPC members in good standing, holding voting rights, at the date of the opening of the call for applications.

Appointed committee chairs are eligible for future elected EAPC Board positions, provided that they comply with the other requirements of the Association.

Ex-officio Board members are eligible for future executive EAPC Board positions under the condition that they held another position (not as ex-officio) in previous mandates and provided that they comply with the other requirements of the Association.

In addition to the above:

- Candidates for the position of President Elect must be a FESC and Fellow of EAPC (when applicable), currently serving or have served in the immediate previous EAPC Board or in the pre-previous Board as voting or appointed members. The elected candidate will automatically become President two years later.
- Candidates for the EAPC Sections Chair-elect and Secretary positions must have served in the current EAPC Section.

An EAPC Board member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or Association is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of its term of office expires before the additional office term starts.

### **10.2 Eligibility to Nominating Committee positions**

- Only EAPC members originating from an ESC member Country (see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) and with an active membership are eligible to become a Nominating Committee member.
- Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.
- Candidates for the EAPC Nominating Committee must have served in a preceding EAPC Section.
- To stand for Nominating Committee positions, candidates must also be EAPC members in good standing holding voting rights at the date of the opening of the call for applications.

### **10.3 Voting process for the election of EAPC Board, Section Nuclei and Nominating Committee members**

1. All candidates have to sign a candidate code of conduct and to submit their Declaration of Interest (DOI) prior to the start of the elections process. If this requirement is not fulfilled, the candidate will not be accepted.
2. Voting for the new Board and Nominating Committee members will be conducted under the responsibility of the Executive Board
3. The Executive Board may proceed to conduct said elections at the earliest four (4) months before the general assembly during which the results and new Board composition are announced.
4. Said elections may be conducted by electronic voting procedure.
5. The minimum seniority for EAPC Members to obtain voting rights is 6 months before the opening of the call for applications. Only EAPC members having settled their dues 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
6. Before each election, EAPC voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews
7. Voting will be by secret ballot.

8. If only one candidate is proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The proposed candidate will be elected by simple majority.
9. Abstentions, null and blank votes are not included in the number of votes cast.
10. If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.
11. A candidate can apply to only one voting Board or Section position.
12. Representatives from Healthcare industry companies are not eligible to EAPC Board positions and Nominating Committee positions.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the EAPC must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the EAPC Board, any provision of EAPC Rules of governance may be changed by the ESC Board.

# European Association of Percutaneous Cardiovascular Interventions

Sub-specialty Association rules of governance  
under article 3-2 of the ESC Statutes

Approved by ESC Board on 28 August 2025

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## **ARTICLE 1 - FORM - NAME**

The Association is called European Association of Percutaneous Cardiovascular Interventions, abbreviated to EAPCI.

The EAPCI is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The EAPCI was formed at the ESC General Assembly on 5 September 2006 for an undetermined duration.

The internal organisation of the EAPCI is regulated by the ESC Statutes, ESC By-laws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, bylaws and policies are prevalent upon the provisions hereafter.

## **ARTICLE 2 – PURPOSE AND MEANS**

The EAPCI contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease”.

The European Association of Percutaneous Cardiovascular Interventions has been formed to reduce the burden of cardiovascular disease through percutaneous cardiovascular interventions.

The EAPCI has been formed to:

- provide education and training of cardiologists and other professionals involved in interventional cardiology in the ESC member countries, support the development of standards for their training, continuous education and professional conduct
- improve the scientific understanding of interventional cardiology through promotion of research in this field

The Rules of governance of EAPCI aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

The EAPCI shall use the means that ESC provides, and necessary for its purpose.

## **ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS**

### **3.1 Individual members of EAPCI**

EAPCI membership is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC, including cardiologists, physicians, scientists, nurses and allied professionals, involved in the field of interventional cardiology, and who support the EAPCI purpose and means as defined in article 2.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The EAPCI membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

Membership benefit packages vary according to the levels of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review. EAPCI will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation.

EAPCI membership coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the EAPCI Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### **3.2 Fellows of EAPCI**

Physicians, scientists, nurses and other allied professionals who have made a major contribution to percutaneous cardiovascular interventions, may apply to become Fellow of EAPCI (when applicable).

The procedures for application and election of EAPCI Fellows (when applicable) will be decided upon by the EAPCI Board.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION OF INDIVIDUAL MEMBERS**

### **4.1) Resignation**

Individual members and Fellows of the EAPCI (when applicable) may resign from their membership by sending their resignation in writing to the President or Secretary of the EAPCI Board. Their EAPCI membership will then be terminated at the end of the term for which it has been paid.

### **4.2) Death**

In the event of death of an individual member or a Fellow of the EAPCI (when applicable), the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the EAPCI, nor will obtain refund of the dues for the running period.

### **4.3) Disciplinary measures**

An individual member of the EAPCI may be expelled from the EAPCI/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of EAPCI, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

## **ARTICLE 5 – ALLOCATED INCOME**

Within ESC budget, allocated income to EAPCI include:

- Membership dues
- Sponsorships revenue from products and services including events and courses
- Any other resources authorised by applicable law and regulations

The EAPCI Board can seek financial support to cover investments or other expenses linked to the conduct of the Association in respect of ESC policies and procedures and in coordination with ESC staff.

## **ARTICLE 6 – INTERNAL GOVERNANCE OF EAPCI**

### **6.1 Board of EAPCI**

The administration of EAPCI is conducted by a Board composed of:

1. Voting members (elected by the EAPCI voting members in even numbered years:
  - Executive Board members
  - Committee Chairs
2. Ex-officio members:
  - Other co-opted members invited by the EAPCI President-Elect before taking office as President for his/her term and presented for approval to the Executive Board members of his/her board at the first Executive Board meeting (including Committee Co-Chairs, Chairs of pillars if / when applicable)
  - Representatives of other ESC internal Constituent Bodies with an advisory role
3. The Chief Executive Officer of the ESC and the EAPCI Association manager, both as non-voting members

The duties of all EAPCI Board members are executed free of charge. EAPCI Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Travel and Meetings policy.

An ex-officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the EAPCI Board.

## **6.2 Executive Board of EAPCI**

Within the Board, the Executive Board is composed of 5 voting members who are elected by the EAPCI members (see article 8 below) in even numbered years:

- President
- President-Elect
- Immediate Past President
- Secretary
- Treasurer

The President of EAPCI must be a member in good standing of one of the ESC National Societies of Cardiology and remain a Fellow of the ESC.

## **6.3 Duration of terms and re-election**

- 1) Voting EAPCI Board members shall hold their positions for a period of two years.
- 2) This two-year term shall start and come to an end at the close of the EAPCI General Assembly at ESC Congress as of 2026-2028 mandate. For on going 2024-2026 mandate, the term of Board members is exceptionally extended until the close of ESC Congress 2026.
- 3) There can be no re-election to the same position.
- 4) The President may not stand again for any elected position within the Association.
- 5) Appointed members are appointed by the EAPCI Board for a 2 year-term, which term may be extended once at the same position. A second mandate of two years may be granted in exceptional circumstances (completion of a specific task or project). It is expected that renewal of the Board will include up to half of the members, with the minimum of one third every two years.
- 6) The maximum term of service as Chair or Member of the same committee is 4 years. This term may be extended for additional 2 years in case this member has served as Committee Co-Chair during his/her 4 years term.
- 7) The President-Elect will automatically become president at the end of his/her two-year mandate and the President will automatically become immediate Past President at the end of his/her mandate.

### **6.4 Oath of office and declaration of interest**

Any person elected, appointed or invited to the EAPCI Board, a Committee, Task Force, or other activity and/or whose role represents an official EAPCI/ESC position is required to sign the ESC Oath of Office (Annex I of ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All EAPCI Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the EAPCI/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an EAPCI/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings.

### **6.5 Resignation or death of a Board member or volunteer**

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the EAPCI Board, he or she will be replaced as follows:

- 1) If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the Executive Board on an acting basis.
- 2) If it concerns the President Elect, the EAPCI Board will refer the matter to the next EAPCI general assembly for a vote following, to the extent possible, the procedures laid down in these rules of governance. In the meantime, until voting has taken place, the task related to the position of Executive Board within the EAPCI Board may be delegated to one of the other voting Board members, or to any previous EAPCI Board member. A previous Board member will have no voting rights.
- 3) If it concerns the immediate Past President, the EAPCI Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous EAPCI Board member will have no voting rights.
- 4) If it concerns the Secretary, Treasurer or another voting Board Member (if/when applicable), the EAPCI Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any Fellow of the ESC to fill such position for the balance of the two-year mandate. The latter Fellow will have no voting rights. The Board will refer the matter to the next EAPCI elections for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
- 5) If it concerns non-voting EAPCI Board members, the President may propose any qualified person for the balance of the two-year mandate. This must be approved by the EAPCI Board.

### **6.6 Meetings and deliberations**

1. EAPCI Board and Executive Board meetings shall be convened by the President or at least one-half of the voting Board members.
2. EAPCI Board and Executive Board must meet a minimum of 2 times every year, in person or online.
3. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 1 week before the date of the meeting.
4. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication.
5. The presence of no less than half of the voting members is necessary for a valid vote.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the EAPCI Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent voting Board or Executive Board members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote.
7. In the event that the number of votes cast at a meeting of the EAPCI Board or Executive Board on any matter is tied, the President shall have the deciding vote.
8. EAPCI Board and Executive Board resolutions will be recorded in minutes. They have to be submitted for approval by the Board at the following EAPCI Board meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the EAPCI Board**

EAPCI Board defines the general policy and strategic direction of the EAPCI, in respect of the ESC strategic plan and reports this to its members.

EAPCI Board approves the projects, the programme of activities and all corresponding budgets, upon presentation by the Executive Board.

EAPCI Board prepares the annual budget of the EAPCI, which is submitted to ESC Board for approval.

The President will be responsible for ensuring the execution of the decisions of the Board and ensuring the daily operation of the EAPCI.

### **7-2 Role and responsibilities of EAPCI Executive Board**

The roles and responsibilities of the Executive Board are among others:

- to discuss business and operational plans, operations, organisation and major projects and actual results and to report to the EAPCI Board on a regular basis with the CEO and/or ESC management staff
- to discuss and report to the EAPCI Board on governance issues prior to reporting to the ESC Board
- to propose and seek approval for the budget from the EAPCI Board within the ESC budget guidelines.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the EAPCI, the Executive Board calls upon the ESC secretary/treasurer and Management Group. The EAPCI Board will be informed as soon as possible.

### **7-3 Role and responsibilities of the President**

The role of the President of EAPCI includes but is not necessarily limited to:

- Finalising the agenda for the EAPCI Board and Executive Board meetings as well as EAPCI General Assemblies
- Chairing the EAPCI Board, Executive Board as well as EAPCI General Assemblies
- Ensuring implementation of the decisions of the ESC board of whom he/she is a voting member and reporting to the EAPCI Board and proper conduct of the EAPCI business.
- Cooperate with the ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and EAPCI Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the EAPCI.

### **7-4 Role and responsibility of other EAPCI Board members**

#### **President-Elect**

The President-Elect will automatically assume the office as President of the EAPCI after two years and acts on behalf the President when needed.

The role of the President-Elect of the EAPCI includes but is not necessarily limited to the following:

- Interact openly and transparently with the ESC Board-and reporting to the EAPCI board
- Act as representative or spokesperson of the EAPCI
- Ascertain in partnership with the EAPCI President that the Board focuses on strategic planning and policy development
- Perform the duties of the EAPCI President in absence or incapacity including completing the Presidential term in the event of a vacancy
- Manage assignments given by the President or the EAPCI Board
- Make recommendations on work processes and volunteers' assignments
- Ascertain, together with the EAPCI Executive Board, continuity in EAPCI's leadership.
- Before taking office as President, invite and appoint Chairs and Co-Chairs of the committees he/she has designed, including Committee members for the coming two years. These committees and the chairs are presented for approval to the Executive Board members of his/her board at the first board meeting. He/She also invites and appoints the Committee members together with the respective Committee Chairs.

#### **Secretary**

The role of the Secretary of EAPCI includes but is not necessarily limited to:

- Act as representative or spokesperson of the EAPCI

- Provide guidance to the EAPCI President and Board on statutory and organisational matters (including bylaws)
- Manage assignments given by the President or the EAPCI Board and ensure continuity in the activities of the EAPCI
- Supervise and keep records of the EAPCI Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff
- Make recommendations on work processes and volunteers' assignments

### **Treasurer**

The role of the Treasurer of EAPCI includes but is not necessarily limited to:

- Act as representative or spokesperson of the EAPCI
- Supervise finances and provide guidance to the EAPCI President and Board especially long-term financial planning and management, unbudgeted expenses
- Participate in fundraising activities and ensures full transparency of all transactions and compliance with current regulations
- Cooperate with the ESC Chief Executive Officer, Chief Finance Officer and EAPCI Association Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the EAPCI
- Report on financial matters to the EAPCI General Assembly.

### **Immediate Past-President**

The immediate Past President term automatically follows a two-year term as President. The Past-President serves during two years and is thereafter not subject to re-election to a new Board position at the end of his/her mandate.

The role of the immediate Past President of the EAPCI includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the EAPCI
- Provide insights on the EAPCI history and guidance to the EAPCI President and Board
- Act as Chairperson of the new Nominating Committee for the EAPCI
- Act as Chairperson of Valve for life and EAPCI Atlas
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EAPCI business and affairs
- Manage assignments given by the President or the EAPCI Board and ensure continuity in the activities of the EAPCI

### **7-5 Invitations to step down**

As a general rule, all EAPCI Board members, Co-chairs, members or other persons involved in task forces and committees may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with assignments and/or timelines
- Taken collegially with the other members of concerned body or committee (with a two-third (2/3) majority required)
- Approved by the Executive Board

If the invited member does not step down, the expulsion rules apply.

## **ARTICLE 8 – EAPCI GENERAL ASSEMBLIES**

EAPCI holds ordinary assemblies of its members (called general assembly) with the following purpose:

- Presentation of EAPCI annual activities

- Presentation of EAPCI Election results and composition of the new EAPCI Board and of the new EAPCI Nominating Committee (in even years)
- Presentation of any changes to the EAPCI membership scheme or benefits (if any)
- Discuss and express members opinion/vote on other EAPCI associated matters as required

An annual General Assembly of members shall meet each year preferably at the time of the annual congress of the ESC Congress. General assembly is attended by the current EAPCI Board and the members of EAPCI.

Additional general assemblies may be convened by the EAPCI President as required.

An invitation to attend must be given to all EAPCI members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the EAPCI Board.

The President of the EAPCI presides over the general assemblies of members and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the EAPCI Board designated by the EAPCI Board to this effect.

The minimum seniority for EAPCI Members to obtain voting rights at EAPCI general assemblies is 6 months. Only EAPCI members having settled their dues 6 months ahead of the General assemblies and still member at the date of the actual votes, have voting rights at EAPCI general assemblies. For all General Assemblies as of 1st January 2027, this minimum seniority will be 12 months

Decisions of the General Assembly will be made by a simple majority of the votes cast by the present members.

#### **ARTICLE 9 - EAPCI NOMINATING COMMITTEE**

The EAPCI Nominating Committee shall be responsible for nominating to the general assembly, for its vote, candidates for the position of:

- elected voting members of the next EAPCI Board
- members of the succeeding EAPCI Nominating Committee

The Nominating Committee consists of the immediate Past President as Chairperson, six (6) voting members, elected for two years by EAPCI voting members.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the first next EAPCI Board.

For the new EAPCI Board, the Nominating Committee should aim at proposing two (2) candidates per position.

For the new Nominating Committee, the Nominating Committee should aim at proposing between 9 and 12 candidates (including previous EAPCI Presidents).

The Nominating Committee will fix the EAPCI election timelines in order to be in a position to announce the election results of the new elected Board during the EAPCI General Assembly.

The Nominating Committee should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairperson shall not have a vote.

## ARTICLE 10 - PROCEDURE FOR THE ELECTION OF EAPCI BOARD AND NOMINATING COMMITTEE

The new EAPCI Board and Nominating Committee are elected by the voting members of EAPCI.

*The new elected Board* members shall be announced at the general assembly that immediately precedes the two-year term of said Board.

### 10.1 Eligibility to EAPCI Board positions

Only EAPCI members originating from an ESC member Country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a Board position.

To stand for Board positions, candidates must also be EAPCI members in good standing holding voting rights at the date of the opening of the call for applications.

Appointed committee chairs are eligible for future elected EAPCI Board positions, provided that they comply with the other requirements of the Association.

Ex-officio Board members are eligible for future executive EAPCI Board positions, under the condition that they held another position (not as ex-officio) in previous mandates provided that they comply with the other requirements of the Association.

In addition to the above:

- Candidates for the position of President-Elect must be a FESC, currently serving or have served in the immediate previous EAPCI Executive Board, or pre-previous EAPCI Executive Board, or must be currently serving or have served in the immediately preceding Board or pre-previous EAPCI Board as appointed members (i.e. Committee Chair). The elected candidate will automatically become President two years later.
- Candidates for the positions of Secretary and Treasurer must be currently serving or have served in any of the preceding EAPCI Boards (as Executive Board member, Committee Chair, Committee Co-Chair, Pillar Chair).
- The President should not hold an executive position as President in a National Cardiac Society or in the European Society of Cardiology concurrently to his/her term within the EAPCI Board.
- Candidates standing for the available EAPCI Board positions must be endorsed by their own National Cardiac Society and/or the national working group on interventional cardiology.

An EAPCI Board member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or Association is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of its term of office expires before the new functions start.

### 10.2 Eligibility to Nominating Committee positions

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.

Only EAPCI members originating from an ESC member country (see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) and with an active membership are eligible to become a Nominating Committee member.

To stand for Nominating Committee positions, candidates must also be EAPCI members in good standing holding voting rights at the date of the opening of the call for applications.

### 10.3 Voting process for the election of EAPCI Board members and Nominating Committee members

All candidates have to sign an oath of office and candidate code of conduct and to submit their Declaration of Interest (DOI) prior to the start of the elections process. If this requirement is not fulfilled, the candidate will not be accepted.

1. Voting for the new Board and Nominating Committee members will be conducted under the responsibility of the Executive Board.
2. The Executive Board may proceed to conduct said elections at the earliest four (4) months before the general assembly during which the results and new Board composition are announced.
3. Said elections may be conducted by electronic voting procedure.
4. The minimum seniority for EAPCI Members to obtain voting rights is 6 months before the opening of the call for application. Only EAPCI members having settled their dues 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
5. Before each election, EAPCI voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.
6. A job description for each association Board position has to be provided to ensure previous experience.
7. Voting will be by secret ballot. If only one candidate is proposed for any position (e.g., when there is no other candidate), a vote will take place in any case. The proposed candidate will be elected by simple majority.
8. Abstentions, null and blank votes are not included in the number of votes cast.
9. If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.
10. In the event where there is no eligible candidate (or no candidate) to one or more of the elected positions:
  - if this concerns the President-Elect, a new call for candidate for this position should be organised.
  - If this concerns the Secretary or Treasurer, the next EAPCI Board may appoint one of the other Voting Board Member to assume such responsibilities for the full term of the 2 years mandate.
11. A candidate can apply to only one voting Board position.
12. Representatives and employees from healthcare industry companies are not eligible to EAPCI Board and Nominating Committee positions.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the EAPCI must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the EAPCI Board, any provision of EAPCI Rules of governance may be changed by the



ESC Board.

## **European Heart Rhythm Association**

**Sub-specialty Association rules of governance**

**under article 3-2 of the ESC Statutes**

## Approved by ESC Board on 28 August 2025

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## ARTICLE 1 - FORM - NAME

The Association is called European Heart Rhythm Association abbreviated to EHRA.

The European Heart Rhythm Association is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The EHRA was formed at the ESC General Assembly on 2 September 2003 for an undetermined duration.

The internal organisation of the EHRA is regulated by the ESC Statutes, ESC Bylaws and policies and the present rules of governance approved by the ESC Board

In any case, the ESC Statutes, bylaws and policies are prevalent upon the provisions hereafter.

## ARTICLE 2 – PURPOSE AND MEANS

The EHRA contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease”.

The ESC created Associations to promote the advancement of specific areas of expertise related to prevention, diagnosis and management of diseases of the heart and the vascular system.

The EHRA has been formed with the mission to predict, diagnose and treat heart rhythm disturbances to improve quality of life, and outcome.

The field of expertise of the EHRA is rhythmology, from science to patient access, whereas rhythmology relates to the normal heart rhythm and all rhythm disturbances of the heart, their clinical and pathophysiological understanding, prevention, diagnostics, therapy and related complications. This is not restricted to the cardiac arrhythmias in the narrow sense but also includes: a) other settings of heart disorders, in which heart rhythm plays an important role either for prognosis or for treatment, such as in patients with heart failure, b) interaction and modulation of the autonomic nervous system, c) telemedicine and biomonitoring, d) genetics, e) structural collection and analysis of various datasets (“big data”), f) other currently not recognized areas relating to heart rhythm in the broad sense that may prove important in the future g) any electrical stimulation therapies that affect the cardiovascular system. The EHRA is committed to predict, diagnose and treat heart rhythm disturbances to improve quality of life, and outcome. The EHRA takes responsibility for education, training and certification of cardiologists and other professionals involved in the above-described field in the ESC member countries, and for the development of standards for their training, continuous education, and professional conduct. In addition, the EHRA promotes education, training, and standards throughout the world in the diagnosis and management of cardiac arrhythmias as well as all applications of non-invasive and invasive interventional electrophysiology, device implantation and management, pharmaceutical management of rhythm disorders including related areas such as and not limited to anticoagulation.

The EHRA wishes to improve the scientific understanding of the field described above, through promotion of research in Europe and abroad.

The EHRA may undertake the scientific organisation of congress, symposium or similar event, bringing together and all professionals, including physicians, scientists, biomedical technicians, nurses and allied health professionals and patient representatives interested in the described field as well as offering all associated services usual at such international meetings, including but not limited to renting space, organising scientific sessions, satellite events, publishing information and similar.

The EHRA may organise the collection, analysis, processing, communication and publishing of medical or scientific information from a wide range of physicians, scientists or institutions of the above-described field.

The EHRA may collect, edit and publish articles or information whether in printed or electronic form on any medical or scientific nature related to the above-described field in the journal(s)

and has been delegated by ESC the running of the topic related journal(s).

The EHRA may award scholarships, awards or grants for education, training or research in its area of interest.

The EHRA may facilitate harmonisation of medical practice in the above-described field in member and affiliated countries.

The EHRA may establish a network and close collaboration with stakeholders based on a clearly defined code of conduct, with the aim of sharing strengths and tools in the field of education and research.

The EHRA's goal is also to foster the communication network and close collaboration between peers, national cardiac working groups and scientific societies, as well as other international organisations in the field of arrhythmias.

The Rules of governance of EHRA aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

EHRA shall use the means that ESC provides, and necessary for its purpose.

## **ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS**

### **3.1 Individual members of EHRA**

EHRA membership is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals, including cardiologists, physicians, scientists, nurses and allied professionals, involved in the above-described field and who support the EHRA purpose and means as defined in article 2, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The EHRA membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

Membership benefit packages vary according to the levels of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review. EHRA will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation.

EHRA membership coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the EHRA Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### **3.2 Fellows of EHRA**

Physicians, scientists, nurses and other allied professionals who have made a major contribution to prevention, diagnosis and management of diseases of the heart and the blood vessels and/or the scientific understanding of the heart and the vascular system, may apply to become a Fellow of EHRA.

The procedures for application and election of EHRA Fellows are decided upon by the EHRA Board.

These procedures, which may be amended from time to time, are available on the Fellows of EHRA section within the EHRA public website.

Each Fellow must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION OF INDIVIDUAL MEMBERS**

### **4.1 Resignation**

Individual members and Fellows of the EHRA may resign from their membership by sending their resignation in writing to the President or Secretary of the EHRA Board. Their EHRA membership will then be terminated at the end of the term for which it has been paid

#### **4.2 Death**

In the event of death of an individual member or a Fellow of the EHRA the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the EHRA, nor will obtain refund of the dues for the running period.

#### **4.3 Disciplinary measures**

An individual member of EHRA may be expelled from the EHRA/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of EHRA, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

### **ARTICLE 5 – ALLOCATED INCOME**

Within ESC budget, allocated income to EHRA include:

- Membership dues
- Sponsorships revenue from products and services including congresses, events and courses
- Allocated income of the journals delegated to EHRA
- And any other resources authorised by applicable law and regulations
- Research and educational grants (i.e. EU projects...)

The EHRA Board can seek financial support linked to the conduct of the Association activities in respect of ESC policies and procedures and in coordination with ESC staff.

EHRA manages its finances in accordance with EHRA's approved budget and in accordance with ESC policies, procedures and guidance, provided that a minimum reserve is maintained to ensure financial stability.

### **ARTICLE 6 – INTERNAL GOVERNANCE OF EHRA**

#### **6.1 Board of EHRA**

The administration of EHRA is conducted by a Board composed of:

##### **6.1.1 Voting members**

- Executive Board members (5) elected by the EHRA members in even numbered years
- Executive Board members should be Fellows of the EHRA.

##### **6.1.2 Appointed members (these members have no voting rights)**

Appointed members are appointed for a 2-year term by the EHRA President and all take specific and assigned responsibilities within the Board such as:

- Committee Chairs
- Coordinators

The EHRA Committees are created to establish a dedicated group with specific functions to support the Association's strategy. Coordinators can be appointed by the EHRA President to fulfil a particular role on an individual basis. Both Committees and Coordinators are in charge of the implementation of the strategic plan by developing and measuring results of specific activities.

### 6.1.3 Ex-officio members

Ex-officio who can be invited to attend Executive Board meetings/Board meetings on an ad-hoc basis and have an advisory role:

- Editor-in-Chief of the EHRA official journal.
- Representatives of other societies/ESC Constituent Bodies upon invitation of the EHRA President (such as the Chairs of applicable ESC working groups). These representatives are nominated by their respective body for a 2 year-term. Nomination of these members is at the discretion of their societies/constituent bodies.
- Other co-opted members invited by the EHRA Board (including committee co-Chairs if/when applicable)
- The Chief Executive Officer of the ESC and the EHRA Association manager,

An ex-officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the EHRA Board.

The duties of all EHRA Board members are executed free of charge. EHRA Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Travel and meetings policy.

## 6.2 Executive Board of EHRA

Within the Board, Executive Board members (5) elected by the EHRA members in even numbered years are:

- President,
- President-Elect,
- Immediate Past-President,
- Secretary
- Treasurer

The President of EHRA must be a member in good standing of one of the ESC National Societies of Cardiology and remain a Fellow of the ESC and EHRA.

## 6.3. Duration of terms and re-election

- r. Voting EHRA Board members shall hold their positions for a period of two years. This two-year term shall start and come to an end at the close of the ESC General Assembly.
- s. There can be no re-election to the same position.
- t. The Editor in Chief of the EHRA official journal is contracted on an individual basis for a specified term according to the EiC recruitment and appointment policy. The current term of office for the appointed position of Editor in Chief of the EHRA official journal is 4 years with reviews every two years up to a maximum of 10 years.
- u. The president elect will automatically become president at the end of his/her two-year mandate and the President will automatically become immediate Past President at the end of his/her mandate.

### 6.4 Oath of office and declaration of interest

Any person elected, appointed or invited to the EHRA Board, a Committee, Task Force, or other activity and/or whose role represents an official EHRA/ESC position is required to sign the **ESC Oath of Office** (Annex I of the ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All EHRA Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the EHRA/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an EHRA /ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings.

### **6.5 Resignation or death of a Board member or volunteer**

In the event of resignation, incapacitation exceeding 10 weeks, or death of any member of the EHRA Board, he or she will be replaced as follows:

1. If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the President Elect on an acting basis.
2. If it concerns the President Elect, the EHRA Board will refer the matter to the next EHRA general assembly for a vote following, to the extent possible, the procedures laid down in these rules of governance. In the meantime, until voting has taken place, the task related to the position of President Elect within the EHRA Board may be delegated to one of the other voting Board members, or to any previous EHRA Board member. A previous Board member will have no voting rights.
3. If it concerns the Immediate Past President, the EHRA Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous EHRA Board member will have no voting rights.
4. If it concerns the Secretary, Treasurer, or another voting Board member, the EHRA Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any Fellow of the EHRA to fill such position for the balance of the two-year mandate. The latter Fellow will have no voting rights. The Board will refer the matter to the next EHRA elections for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
5. If it concerns non-voting EHRA Board members, the President may propose any qualified person for the balance of the two-year mandate.

### **6.6 Meetings and deliberations**

1. EHRA Board and Executive Board meetings shall be convened by the President or at least one-half of the voting Board members.
2. EHRA Board and Executive Board must meet at least once per year in person.
3. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 1 week before the date of the meeting.
4. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication, at least 3 times every year.
5. The presence of no less than half of the voting members is necessary for a valid vote.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the EHRA Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent voting Board or Executive Board members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote. In the event that the number of votes cast at a meeting of the EHRA Board or Executive Board on any matter is tied, the President shall have the deciding vote.
7. EHRA Board and Executive Board resolutions will be recorded in minutes. They have to be submitted for approval by the Executive Board or Board at the following EHRA Board or Executive Board meeting/conference call.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

The job descriptions of all the EHRA full Board members (except the ones of the Executive Board members included in the rules of governance) are published on the EHRA section of the ESC website and are updated on an annual basis.

The ESC President is the only person recognised by French law to have the ultimate power to act on behalf of the EHRA.

### **7-1 Role and responsibilities of the EHRA Board**

The President will be responsible for ensuring the execution of the decisions of the Board and ensuring the daily operation of the EHRA.

Responsibilities of the Board and include but are not necessarily limited to the following:

- to carry out the specific tasks delegated to them by the EHRA President in order to achieve implementation of the EHRA strategic plan in respect of the ESC strategic plan and reports this to its members.
- to attend all EHRA meetings & conf calls they are invited to
- to work actively to reach the EHRA Board objectives and ensure delivery of the assigned tasks.

### **7-2 Role and responsibilities of EHRA Executive Board**

The roles and responsibilities of the Executive Board are among others:

- to discuss business and operational plans, operations, organisation and major projects and actual results and to report to the EHRA Board on a regular basis with the CEO and/or ESC management staff ;
- to discuss and report to the EHRA Board on governance issues prior to reporting to the ESC Board
- to approve the projects, the programme of activities and all corresponding budgets
- to propose and seek approval for the budget from the EHRA Board within the ESC budget guidelines
- to prepare the annual budget of the EHRA which is submitted to ESC Board for approval.
- to decide on the provisional exclusion of individual members and of other Fellows
- to approve the internal rules and regulations and by-laws of the EHRA after approval by ESC board.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the EHRA, the Executive Board calls upon the ESC treasurer and Management Group.

The EHRA Board will be informed as soon as possible.

### **7-3 Role and responsibilities of the President**

The role of the President of EHRA includes but is not necessarily limited to:

- Finalising the agenda for the EHRA Board and Executive Board meetings as well as EHRA General Assemblies
- Chairing the EHRA Board, Executive Board as well as EHRA General Assemblies
- Ensuring implementation of the decisions of the ESC board of whom he/she is a voting member and reporting to the EHRA Board and proper conduct of the EHRA business.
- Propose and cooperate with the ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and EHRA Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the EHRA.
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EHRA business and affairs.
- Act in the name and on behalf of the EHRA Board and in particular ensuring the carrying out of the decisions of the ESC Board and the proper conduct of the EHRA business.

The President may delegate part of his authority and signature. The President is a member of any meeting of the EHRA by right.

Ad hoc invitation of individuals to attend the entire Board meeting or part of it is at discretion of the President.

#### **7-4 Roles and responsibilities of the EHRA President Elect**

The President Elect will automatically assume the office as President of the EHRA after the president's mandate and acts on behalf of the President when needed.

The role of the President-Elect of the EHRA includes but is not necessarily limited to the following:

- Interact openly and transparently with the ESC Board
- Act as representative or spokesperson of the EHRA
- Ascertain in partnership with the EHRA President that the Board focuses on strategic planning and policy development
- Perform the duties of the EHRA President in absence or incapacity including completing the Presidential term in the event of a vacancy
- Manage assignments given by the President or the EHRA Board
- Make recommendations on work processes and volunteers' assignments
- Ascertain, together with the EHRA Executive Board continuity in EHRA leadership
- Within 2 months before taking office as President, consider and prepare Board appointed Committees for its Presidency including renewal of Chairpersons and members as needed

#### **7-5 Roles and responsibilities of the EHRA immediate Past President**

The immediate Past Presidency automatically follows the term as President without further voting. The Past-President is not subject to re-election to a new Board position at the end of his/her mandate.

The role of the immediate Past President of the EHRA includes but is not necessarily limited to the following:

- Act as representative or spokesperson of the EHRA
- Provide insights on the EHRA history and guidance to the EHRA President and Board
- Act as Chairperson of the new Nominating Committee for the EHRA and of the Past President meeting (if appointed by the EHRA president)
- Assume responsibility for establishing that high ethical standards are adhered to by all who are engaged in the EHRA business and affairs
- Ascertain in partnership with the President that EHRA Board focuses on strategic planning and policy development
- Manage assignments given by the President or the EHRA Board and ensure continuity in the activities of the EHRA

#### **7-6 Roles and responsibilities of the EHRA Secretary**

- Act as representative or spokesperson of the EHRA
- Provide guidance to the EHRA President and Board on statutory and organisational matters
- Manage assignments given by the President or the EHRA Board and ensure continuity in the activities of the EHRA
- Supervise and keep records of the EHRA Board minutes, activities and membership in close cooperation with the European Heart House dedicated Staff
- Make recommendations on work processes and volunteers' assignments

#### **7-7 Roles and responsibilities of the EHRA Treasurer**

- Act as representative or spokesperson of the EHRA
- Together with the President supervise finances and unbudgeted expenses
- Participate in fundraising activities and ensures full transparency of all transactions and compliance with current regulations
- Report on financial matters to the EHRA General Assembly

- Ensure full transparency between the Association and the Finance Department at the European Heart House concerning the Association’s cumulated results and all transactions thereon, including grants and donations to the ESC concerning arrhythmias and pacing

### **7-8 Invitation to step down**

As a general rule, applied to all EHRA Board members, Co-chairs, members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with assignments and/or timelines.
- Taken collegially with the other members of concerned body or committee (with a two-third (2/3) majority required).
- Approved by the EHRA Executive Board

If the invited member does not step down, the expulsion rules apply.

### **ARTICLE 8 – EHRA GENERAL ASSEMBLIES**

EHRA holds an annual assembly of its members (called general assembly) with the following purposes:

- Presentation of EHRA annual activities and finances
- Presentation of EHRA Election results and composition of the new EHRA Board and of the new EHRA Nominating Committee (in even years).
- Presentation of any changes to the EHRA membership scheme or benefits (if any).
- Discuss and express members opinion/vote on other EHRA associated matters as required.

The General Assembly of members shall meet each year preferably at the time the annual Congress of the EHRA. General assembly is attended by the current EHRA Board and the members of EHRA.

Additional general assemblies may be convened by the EHRA President as required.

An invitation to attend must be given to all EHRA members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the EHRA Board.

The President of the EHRA presides over the general assemblies of members and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by a member of the EHRA Board designated by the EHRA Board to this effect.

The minimum seniority for EHRA Members to obtain voting rights at EHRA general assemblies is 6 months. Only EHRA members having settled their dues six months ahead of the General Assemblies and still member at the date of the actual votes, have voting rights at EHRA General Assemblies. For all General Assemblies as of 1st January 2027, this minimum seniority will be 12 months

Decisions of the General Assembly will be made by a simple majority of the votes cast by the present members.

### **ARTICLE 9 – EHRA NOMINATING COMMITTEE**

The EHRA Nominating Committee consists of 6 members:

- The immediate Past President (Chair, non-voting)
- Five voting members elected by the EHRA voting members having settled their dues (members of the Board cannot be voting members of the Nominating committee)

The term of office of the Nominating Committee is 2 years. One cannot be member of the Nominating Committee more than twice, and not during consecutive terms.

In the event of death or resignation of any member of the Nominating Committee, he or she will be replaced by the first of the non-elected candidates to the current Nominating Committee election who received the highest number of votes.

The Nominating Committee will:

- Identify and nominate to the EHRA membership, for its vote, candidates for the position of all elected voting members of the next EHRA Board and for the next Nominating Committee
- Strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.
- Aim at submitting at least one candidate per vacant position
- The Nominating Committee will review all declarations of interest of all candidates  
A job description for each association Board position has to be provided to ensure previous experience.

The Nominating Committee will fix the EHRA election timelines in order to be in a position to announce the election results of new elected Board during the EHRA general assembly.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairman shall not have a vote.

Proposal of names for candidates for election to the Board and Nominating Committee can be submitted by any member to the Nominating Committee.

## **ARTICLE 10 - PROCEDURE FOR THE ELECTION OF EHRA BOARD AND NOMINATING COMMITTEE**

The new EHRA Board and Nominating Committee are elected by the voting members of EHRA.

The new elected Board members shall be announced at the EHRA general assembly that immediately precedes the two-year term of said Board.

### **10.1 Eligibility to EHRA Board positions**

- Only EHRA members originating from an ESC member Country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a Board position.
- To stand for Board positions, candidates must also be EHRA members in good standing holding voting rights at the date of the opening of the call for applications.
- Appointed committee Chairs are eligible for future elected EHRA Board positions provided they comply with the other requirements of the Association.
- Ex-officio Board members are eligible for future executive EHRA Board positions, under the condition that they held another position (not as ex-officio) in previous mandates and provided they comply with the other requirements of the Association.

In addition to the above:

- Candidates for the position of President Elect must be a member in good standing of one of the ESC National Societies of Cardiology, a FESC at the time of the vote opening and a Fellow of the EHRA, currently serving or have served in the immediate previous EHRA Board or in the pre-previous Board as voting or appointed members. The elected candidate will automatically become President two years later.

- Candidates for the positions of Secretary and Treasurer must be currently serving or have served on a previous or current full Boards or as previous Committee member, Committee Chair, Committee Co-Chair or Coordinator.
- An EHRA Board member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or Association is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of its term of office expires before the new function starts.

### **10.2 Eligibility to Nominating Committee positions**

- Only EHRA members originating from an ESC member Country (see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) and with an active membership are eligible to become a Nominating Committee member.
- Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.
- To stand for Nominating Committee positions, candidates must also be EHRA members in good standing holding voting rights at the date of the opening of the call for applications.

### **10.3 Voting process for the election of EHRA Board members and Nominating Committee members**

1. All candidates have to sign the EHRA elections statement and candidate code of conduct and to submit their Declaration of Interest (DOI) prior to the start of the elections process. If this requirement is not fulfilled, the candidate will not be accepted.
2. Elections are organised under the responsibility of the Nominating Committee.
3. The Nominating Committee may proceed to conduct said elections at the earliest four (4) months before the general assembly during which the results and new Board composition are announced.
4. The said elections will be conducted electronically.
5. The minimum seniority for EHRA Members to obtain voting rights is 6 months before the opening of the call for application. Only EHRA members having settled their dues 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
6. Before each election, EHRA voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.
7. Voting will be by secret ballot.
8. If only one candidate is proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain).
9. The proposed candidate will be elected with 50%+1 vote of the total number of votes cast.
10. Abstentions, null and blank votes are not included in the number of votes cast.
11. If any candidate is not elected by such majority of votes, his/her candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The EHRA Nominating Committee will supervise the said vote.
12. If three or more candidates are proposed for any position, and none of them gains 50%+1 vote of the total number of votes cast, a second round of election will be organised for the two best-placed candidates. The candidate who gains 50%+1 vote of the total number of votes cast in the second round is elected.
13. A candidate can apply to only one voting Board position. Except for those applying for the position of President-Elect, candidates cannot stand for election for more than 3 consecutive elections.
14. Representatives and employees from healthcare industry companies are not eligible to EHRA Board and Nominating Committee positions.

## **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the EHRA must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Proposals for changes can come from:

- The EHRA Board (after being approved by 2/3 of the Executive Board) or
- Members, supported by a minimum number of 20% of EHRA voting members
- ESC Management Group or Board

Any provision of EHRA Rules of governance may be changed by approval of the ESC Board.

# Heart Failure Association of the European Society of Cardiology

Rules of governance

under article 3-2 of the ESC Statutes

Approved by ESC Board on 28 August 2025

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## ARTICLE 1 - FORM - NAME

The Association is called Heart Failure Association of the ESC, abbreviated to HFA.

The HFA is an internal constituent body of the European Society of Cardiology (ESC), designated as “Association” although not an autonomous legal entity.

The HFA was created at the ESC General Assembly on *30 August 2004* in Munich for an undetermined duration.

The internal organisation of the HFA is regulated by the ESC Statutes, ESC By-laws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, by-laws and policies are prevalent upon the provisions hereafter.

## ARTICLE 2 – PURPOSE AND MEANS

The HFA contributes to the mission statement of the ESC which is “to reduce the burden of cardiovascular disease”.

The HFA has been formed to “improve quality of life and longevity, through better prevention, diagnosis and treatment of heart failure, including the establishment of networks for its management, education and research.”

The Rules of governance of HFA aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

The HFA shall use the means that ESC provides, and necessary for its purpose.

## ARTICLE 3 – CATEGORIES OF MEMBERS: INDIVIDUAL MEMBERS AND FELLOWS

### 3.1 Individual members of HFA

HFA membership is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC, including cardiologists, physicians, scientists, nurses and allied professionals, involved in the field of heart failure, and who support the HFA purpose and means as defined in article 2.

Each individual member must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

The HFA membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

Membership benefit packages vary according to the level of membership held. The membership levels and the associated membership benefits may be amended, varied or withdrawn upon regular review. HFA will publish any such changes on the [escardio.org](http://escardio.org) website (or otherwise notify members of such changes) before implementation.

HFA membership coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the HFA Board and approved by ESC Board.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

### 3.2 Fellows of HFA

Physicians, scientists, nurses and other allied professionals who have made a major contribution to prevention, diagnosis, management or scientific understanding of cardiovascular disease, may apply to become a Fellow of HFA.

The procedures for application and election of HFA Fellows are decided upon by the HFA Board.

These procedures, which may be amended from time to time, are available on the Fellows of HFA section within the HFA public website.

Each Fellow must accept the rules defined in the ESC statutes and in the articles of these rules of governance, and pay the annual fee defined for the current year.

## ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION OF INDIVIDUAL MEMBERS

### 4.1 Resignation

Individual members and Fellows of the HFA may resign from their membership by sending their resignation in writing to the President or Secretary of the HFA Board. Their HFA membership will then be terminated at the end of the term for which it has been paid.

### 4.2 Death

In the event of death of an individual member or a Fellow of the HFA, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the HFA, nor will obtain refund of the dues for the running period.

### 4.3 Disciplinary measures

An individual member of the HFA may be expelled from the HFA/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of HFA, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

## ARTICLE 5 – ALLOCATED INCOME

Within ESC budget, allocated income to HFA include:

- Membership dues
- Sponsorships revenue from products and services including congresses, events and courses
- Allocated income of the journals delegated to HFA.
- Any other resources authorised by applicable law and regulations

The HFA Board can seek financial support to cover investments or other expenses linked to the conduct of the Association activities in respect of ESC policies and procedures and in coordination with ESC staff.

## ARTICLE 6 – INTERNAL GOVERNANCE OF HFA

### 6.1 Board of HFA

#### 6.1.1 Board of HFA

The administration of HFA is conducted by a Board composed of:

1. **Voting members** elected by the HFA members (see article 11 below) in even numbered years:
  - Executive Board members (8 positions)
  - Ordinary Board members (up to 15 positions)
2. **Appointed members** who are appointed by HFA Board and with an advisory role (these members have no voting rights within the HFA Board):
  - The Chair of the scientific programme committee of annual HFA congresses that are scheduled in the 2-year period of the Board
  - The Chairs of the HFA Committees
  - Advisors of the HFA President chosen for their particular expertise in a specific area

3. **Ex-officio members** who are part of the HFA Board by virtue of holding another office (these members have no voting rights within the HFA Board):
  - The Editors-in-Chief of the European Journal of Heart Failure and the ESC Heart Failure (appointed according to the ESC recruitment and appointment policy)
  - Representatives of other ESC internal Constituent Bodies with an advisory role, such as the Chair of the ESC WG on Myocardial Function
  - Other co-opted members invited by the Board
4. The Chief Executive Officer and the HFA manager, both as non-voting members.

The duties of all HFA Board members are executed free of charge. HFA Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Travel and meetings policy.

### 6.1.2 Executive Board of HFA

Within the Board, the Executive Board is composed of up to eight (8) Voting members who are elected by the HFA members in even numbered years:

- 1) President
- 2) President-Elect
- 3) Immediate Past-President
- 4) Treasurer
- 5) Secretary
- 6) Coordinator of the Basic Science Section
- 7) Coordinator of the Clinical Science Section
- 8) Coordinator for the National Heart Failure Societies and Working Groups

The President of the HFA must be a member in good standing of one of the ESC National Societies of Cardiology and remain a Fellow of the ESC and HFA.

### 6.2 HFA Committees and Study Groups

- The HFA Board establishes Committees and Study Groups upon proposal of the HFA President-Elect prior to the start of the new mandate. Each Committee must have a clear objective and roadmap which contributes to the strategic plan.
- HFA Committees and Study Groups that are not renewed from one mandate to another are automatically dissolved
- HFA Committees are composed of a Chairperson appointed by the HFA President-Elect and validated by the HFA Board prior to the start of the new mandate
- HFA Committees are composed of a nucleus of 8-12 members appointed by the Committee Chairperson (after a call for candidates open to all HFA members and HFA Fellows), and validated by the Section Coordinator and HFA Board after the start of the new mandate
- Individual members should not cumulate more than 2 positions in the HFA Committees

### 6.3 Duration of terms and re-election

- 1) All HFA Board members, except the Editors in chief, shall hold their positions for a period of two years.

This two-year term shall start and come to an end at the close of the ESC General Assembly.

- 2) There can be no re-election to the same position.
- 3) The president elect will automatically become president at the end of his/her two-year mandate and the President will automatically become immediate Past President at the end of his/her mandate.
- 4) Voting HFA Board members may remain on the Board for a maximum period of 6 consecutive years (with the exception of the President who may remain up to 12 years maximum including 6 years as President-Elect, President and Immediate Past President)

#### 6.4 Oath of office and declaration of interest

Any person elected, appointed or invited to the HFA Board, a Committee, Task Force, or other activity and/or whose role represents an official HFA/ESC position is required to sign the **ESC Oath of Office** (Annex I of the ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All HFA Volunteers must declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the HFA/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If an HFA/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings.

#### 6.5 Resignation or death of a Board member or volunteer

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the HFA Board, he or she will be replaced as follows:

- 1) If it concerns the President, he/she will be succeeded for the balance of the appropriate two-year mandate by the President Elect on an acting basis.
- 2) If it concerns the President Elect, the HFA Board will refer the matter to the next HFA general assembly for a vote following, to the extent possible, the procedures laid down in these rules of governance. In the meantime, until voting has taken place, the task related to the position of President Elect within the HFA Board may be delegated to one of the other voting Board members, or to any previous HFA Board member. A previous Board member will have no voting rights.
- 3) If it concerns the Past President, the HFA Board may, at its own discretion, appoint any previous Board member for the balance of the two-year mandate. This previous HFA Board member will have no voting rights.
- 4) If it concerns the Secretary, Treasurer, or another voting Board member, the HFA Board may appoint one of the other voting Board members to assume such responsibilities for the balance of the two-year mandate, or may appoint, at its own discretion, any Fellow of the HFA to fill such position for the balance of the two-year mandate. The latter Fellow will have no voting rights. The Board will refer the matter to the next HFA elections for an approval vote covering the balance of the mandate, thus making this person a voting member of the Board.
- 5) If it concerns non-voting HFA Board members, the President may propose any qualified person for the balance of the two-year mandate. This must be approved by the HFA Board.

#### 6.6 Meetings and deliberations

1. HFA Board and Executive Board meetings shall be convened by the President or at least one-half of the voting Board members.
2. HFA Board and Executive Board must meet a minimum of 3 times every year in person or online.
3. The agenda is to be drawn up by the President, or those Board members who convene the meeting. The agenda is to be sent at least 1 week before the date of the meeting.
4. Upon the decision of the President, meetings shall be held either in person or by any audio/visual means of communication.
5. The presence of no less than half of the voting members is necessary for a valid vote.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the HFA Board or Executive Board, respectively, may cast one vote. No proxy votes will be accepted. Absent Board or Executive Board members, respectively, may submit their opinion in

writing on items appearing on the agenda but may not express a vote. In the event that the number of votes cast at a meeting of the HFA Board or Executive Board on any matter is tied, the President shall have the deciding vote.

7. HFA Board and Executive Board resolutions will be recorded in minutes. They have to be submitted for approval of the Board at the following HFA Board meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the HFA Board**

HFA Board defines the general policy and strategic direction of the HFA, in respect of the ESC strategic plan and reports this to its members.

HFA Board approves the projects, the programme of activities and all corresponding budgets, upon presentation by the Executive Board.

HFA Board prepares the annual budget of the HFA, which is submitted to ESC Board for approval.

The President will be responsible for ensuring the execution of the decisions of the Board and ensuring the daily operation of the HFA.

### **7-2 Role and responsibilities of HFA Executive Board**

The roles and responsibilities of the Executive Board are among others:

- to discuss business and operational plans, operations, organisation and major projects and actual results and to report to the HFA Board on a regular basis with the CEO and/or ESC management staff.
- to discuss and report to the HFA Board on governance issues prior to reporting to the ESC Board
- to propose and seek approval for the budget from the HFA Board within the ESC budget guidelines.

In circumstances which require immediate action to avoid substantial damage, financial or otherwise, to the HFA, the Executive Board calls upon the ESC treasurer and Management Group.

The HFA Board will be informed as soon as possible.

### **7-3 Role and responsibilities of the President**

The role of the President of HFA includes but is not necessarily limited to:

- Finalising the agenda for the HFA Board and Executive Board meetings as well as HFA General Assemblies
- Chairing the HFA Board, Executive Board as well as HFA General Assemblies
- Ensuring implementation of the decisions of the ESC board of whom he/she is a voting member and reporting to the HFA Board and proper conduct of the HFA business.
- Cooperate with the HFA Treasurer, ESC Secretary-Treasurer, Chief Executive Officer, Chief Finance Officer and HFA Manager in preparing 3-year business plans, reviewing budgetary and financial issues of the HFA.
- Defining the structure, terms of reference and selection process for the HFA Committees for the term of his/her mandate, with the approval of the HFA Board. This task should be carried out the year prior to the start of the mandate.

### **7-4 Role and responsibility of other HFA Board members**

- 1) President-Elect: the President-Elect is responsible for supporting the President in his/her tasks and stepping in in case of unavailability of the President for official HFA duties. The President-Elect is also responsible for supervising the HFA annual congress in collaboration with the assigned Congress Chairperson.
- 2) Immediate Past-President: The Immediate Past President guarantees continuity on the HFA Executive Committee. He/she chairs the HFA Nominating Committee and is responsible for supervising the international affairs of the HFA, in collaboration with the President.

- 3) Treasurer: the Treasurer is responsible for defining the financial roadmap of the HFA for a two-year term, identifying areas of investment and assigning income / expenses to the projects of the HFA, in collaboration with the HFA Association Manager and ESC CFO.
- 4) Secretary: the Secretary is responsible for reviewing the official minutes of all HFA Board Meetings and HFA Executive Committee meetings. He/she is also responsible for implementing the HFA Membership strategy in collaboration with the ESC Membership Committee.
- 5) Coordinator of the Basic Science Section: he/she is responsible for:
  - a. Defining the structure of and assigning chairpersons for all of the basic science section committees / study groups at the start of the mandate
  - b. Supervising the roadmaps and activities for all of the basic science section committees / study groups for the duration of the mandate
  - c. Reporting to the HFA Board on the progress and activities of all of the basic science section committees / study groups for the duration of the mandate
- 6) Coordinator of the Clinical Science Section: he/she is responsible for:
  - a. Defining the structure of and assigning chairpersons for all of the clinical science section committees / study groups at the start of the mandate
  - b. Supervising the roadmaps and activities for all of the clinical science section committees / study groups for the duration of the mandate
  - c. Reporting to the HFA Board on the progress and activities of all of the clinical science section committees / study groups for the duration of the mandate
- 7) Coordinator for the National Heart Failure Societies and Working Groups: he/she is responsible for the liaison and communication with the Heart Failure National Societies and Working Groups for the duration of the mandate, the coordination of the Heart Failure Awareness Days and the organisation of the HFA Summit, in collaboration with the HFA President

### **7-5 Roles and responsibility of the HFA Committees**

The structure, role and responsibilities of the HFA Committee are detailed in the HFA Committees Terms of reference.

The structure of the HFA Committees is reviewed by the incoming HFA President before the start of each new mandate.

This structure includes “General Committees” (including the HFA Nominating Committee, a statutory Committee) and “Scientific Committees”.

The HFA General Committees are created to contribute directly to the Association’s strategy and development, or to coordinate the Association’s priority key initiatives. The Chairpersons of the HFA General Committees report to the HFA Board, of which they are a non-voting member. The HFA Scientific Committees are expected to actively participate in the production of scientific content and initiatives for the Association.

The Chairpersons and members of the HFA Committees are appointed by the HFA President-Elect in the year preceding his/her mandate as President, after a call for candidates and review process involving the consultation and approval of the HFA Executive Board and HFA Board.

HFA Committees appointment rules:

- Each Committee can include up to 12 members including the Chairperson and Co-Chairperson (if applicable); they must all have an active membership at the time of application and for the duration of their mandate.
- Committee members are appointed for a 2-year term, renewable once. After 4 consecutive years in the same position, Committee members may be appointed in another position, e.g. chairperson, or step down from the Committee. Individuals may be re-appointed in a position after 2 years of absence.
- Selected candidates must not be involved in more than 2 HFA Committees

HFA Committee Members selection criteria include expertise and publication record in the corresponding field.

## 7.6 Invitations to step down

As a general rule, all HFA Board members, Co-chairs, members or other persons involved in task forces and committees may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with assignments and/or timelines.
- Taken collegially with the other members of concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Executive Board

If the invited member does not step down, the expulsion rules apply.

## ARTICLE 8 – HFA GENERAL ASSEMBLIES

HFA holds an annual assembly of its members (called general assembly) with the following purposes:

- Presentation of HFA annual activities
- Presentation of HFA Election results and composition of the new HFA Board and of the new HFA Nominating Committee (in even years)
- Presentation of any changes to the HFA membership scheme or benefits (if any)
- Discuss and express members opinion/vote on other HFA associated matters as required.

The general assembly of members shall meet each year preferably at the time the annual Congress of the HFA. General assembly is attended by the current HFA Board and the members of HFA.

Additional general assemblies may be convened by the HFA President upon decision of the Executive Committee as required.

An invitation to attend must be given to all HFA members by electronic mail no less than thirty (30) days in advance.

Voting members shall meet and vote either in person or by any audio/visual means of communication, upon decision of the HFA Board.

The President of the HFA presides over the general assemblies of members and is responsible for all procedures related to the preparation and conduct of the general assemblies. If the President is unable to perform these tasks, these may be conducted by the President-elect.

The minimum seniority for HFA Members to obtain voting rights at HFA general assemblies is 6 months. Only HFA members having settled their dues 6 months ahead of the General Assemblies and still member at the date of the actual votes, have voting rights at HFA General Assemblies. For all General Assemblies as of 1st January 2027, this minimum seniority will be 12 months.

Decisions of the General Assembly will be made by a simple majority of the vote cast by the present members.

## ARTICLE 9 - HFA NOMINATING COMMITTEE

The Nominating Committee consists of the immediate Past President as non-voting Chairperson, and up to ten (10) voting members, elected for two years by HFA voting members who have settled their dues.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the first next HFA Board.

The HFA Nominating Committee shall be responsible for nominating to the general assembly, for members vote, candidates for the position of:

- elected voting members of the next HFA Board

- members of the succeeding HFA Nominating Committee

For the new HFA Board and new Nominating Committee, the Nominating Committee should aim at proposing more than one candidate per position.

The Nominating Committee will fix the HFA election timelines in order to be in a position to announce the election results of the new elected Board during the HFA general assembly.

A job description for each Board and Nominating Committee position has to be prepared.

The Nominating Committee should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.

The Chairperson of the Nominating Committee is a non-voting member of the committee. Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairperson shall not have a vote.

## **ARTICLE 10 - PROCEDURE FOR THE ELECTION OF HFA BOARD AND NOMINATING COMMITTEE**

The new voting HFA Board and Nominating Committee are elected by the voting members of HFA.

The new elected Board members shall be announced at the HFA General Assembly that immediately precedes the two-year term of said Board.

### **10.1 Eligibility to HFA Board positions**

Only members or Fellows of the HFA are eligible to become an HFA Board member.

All candidates shall be originating from an ESC member country (as defined in article 3.1 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>).

In addition to the above:

- Candidates for the position of President Elect must be a FESC and Fellow of HFA
- Candidates for the positions of the HFA Executive Board must be a voting or appointed member of the current or immediately preceding HFA Board, or an ex-officio member of the current HFA Board under the condition that he/she held another position (not as ex-officio) in the immediately preceding HFA Board.

An HFA Board member may not hold more than three leadership positions at the same time within the ESC. Sitting on an ESC Committee or on the nucleus/Board of an ESC Working Group or Council or Association is counted as one leadership position. A candidate who already holds three leaderships offices may therefore not stand for election, except if one of its term of office expires before the new function starts.

### **10.2 Eligibility to Nominating committee positions.**

Only members or Fellows of the HFA are eligible to become a Nominating Committee member. They also must be originating from an ESC member country (as defined under article 3-1 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>).

To stand for Nominating Committee positions, candidates must also be HFA members in good standing holding voting rights at the date of the opening of the call for applications.

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.

### **10.3 Voting process for the election of HFA Board members and Nominating Committee members**

- a) All candidates have to sign the HFA elections statement and candidate code of conduct and to submit their Declaration of Interest (DOI) prior to the start of the elections process. If this requirement is not fulfilled, the candidate will not be accepted.
- b) Candidates must have settled their HFA membership dues at the date of the opening of the call for applications.
- c) To stand for Board positions, candidates must also be HFA members in good standing holding voting rights at the date of the opening of the call for applications.
- d) Voting for the new Board and Nominating Committee members will be conducted under the responsibility of the Executive Board.
- e) The Executive Board may proceed to conduct said elections at the earliest four (4) months before the general assembly during which the results and new Board composition are announced.
- f) Said elections may be conducted by electronic voting procedure.
- g) The minimum seniority for HFA Members to obtain voting rights is 6 months before the opening of the call for application. Only HFA members having settled their dues 6 months ahead of an election (i.e. when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must have settled their due at least 12 months ahead of the opening of the call for applications.
- h) Before each election, HFA voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.

Voting will be by secret ballot.

Abstentions, null and blank votes are not included in the number of votes cast.

If there is only one candidate proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The candidate will be elected if there is a simple majority of votes in their favour.

If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.

A candidate can apply to only one voting Board position.

Representatives and employees from Healthcare industry companies are not eligible to HFA Board and Nominating Committee positions.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the HFA must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the HFA Board, any provision of HFA Rules of governance may be changed by approval of the ESC Board.

# ANNEX VI - Working Groups rules of governance



## **ESC Working Groups – Rules of Governance under article 3-2 of the ESC Statutes**

Revised in view of 2026 elections: approved by the ESC Board on 5 March 2026

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## **ARTICLE 1 - FORM - NAME**

ESC Working Groups are internal constituent bodies of the European Society of Cardiology (ESC), designated as “Working Groups” although not an autonomous legal entity.

The internal organisation of the ESC Working Groups is regulated by the ESC Statutes, ESC Bylaws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, bylaws and policies are prevalent upon the provisions hereafter.

## **ARTICLE 2 – PURPOSE AND MEANS**

As stated in the ESC Statutes, the ESC creates Working Groups for the study and advancement of particular subjects related to cardiovascular disease. Working Groups may be created or dissolved by the Ordinary General Assembly upon proposal of the Board.

To support this mission, the ESC Board provides the Working Groups with the financial and support resources deemed appropriate to the successful delivery of their activities, which need to be in consistency with the purpose and means of the ESC as well as the ESC Strategic Plan.

The Rules of governance of the Working Groups aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

## **ARTICLE 3 – INDIVIDUAL MEMBERS OF WORKING GROUPS**

The Working Group membership is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC.

Potential members can apply to become a member via the online application available on the Working Group website. Specific eligibility criteria per Working Group are publicly available on the same website.

Each individual member must accept the rules defined in the ESC statutes, ESC Bylaws and in the articles of these rules of governance.

The Working Groups membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date (i.e. once the application is formally approved by the Working Group Chairperson). Members are able to join at any time of the year and receive a membership for a period of 12 months.

The Working Group membership, coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the VP in charge of Working Groups and approved by ESC Board. No annual membership fee is required to date.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION of individual members**

### **4.1) Resignation**

Individual members of the Working Groups may resign from their membership by sending their resignation in writing to the Chairperson and Secretary/ Treasurer of the Working Group nucleus. Their Working Group membership will then be terminated at the end of the 12-months term.

### **4.2) Death**

In the event of death of an individual member of Working Groups, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the Working Groups.

#### 4.3) Disciplinary measures

An individual member of the Working Groups may be expelled from the Working Groups/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of Working Groups, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

### **ARTICLE 5 – ALLOCATED INCOME**

The Working Group Nucleus seeks financial support to cover investments or other expenses linked to the conduct of the Working Group's activities in respect of ESC policies and procedures and in coordination with ESC staff.

### **ARTICLE 6 – INTERNAL GOVERNANCE OF WORKING GROUPS**

#### **6.1 Nucleus of Working Groups**

The administration of Working Groups is conducted by a Nucleus, whose structure, roles & responsibilities is identical for all Working Groups and is detailed hereafter.

1. Voting members (up to 12 members maximum) – who are elected by the eligible Working Group members (as per Article 9-2) in even numbered years, including:
  - Chairperson
  - Chairperson-Elect
  - Immediate Past-Chairperson
  - Secretary/ Treasurer
  - Communication Coordinator (assigned to an elected nucleus member by the Chairperson)
2. Appointed members (these members have no voting rights)
3. Ex-officio members (these members have no voting rights)
  - Editor-in-Chief of the Working Group journal or related journal, if existing.
  - Representatives of other ESC Constituent Bodies
  - Representatives of other scientific societies and groups

The number of appointed and ex-officio members within the nucleus is limited to a maximum of 5 in total.

The duties of all Working Group Nucleus members are executed free of charge. Working Group Nucleus members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Volunteers Travel and meetings policy.

An ex-officio Nucleus member is a member who is part of the Nucleus by virtue of holding another office.

The Ex-officio members don't have voting rights within the Working Group Nucleus.

Appointed and Ex-officio nucleus members must apply for membership of the Working Group (if not already a member).

## 6.2 Duration of terms and re-election

1. Voting Nucleus members shall hold their positions for a period of two years, renewable once (following a new election process), if the elected term will not make them surpass the 12-year limit detailed in point 7 below.
2. This two-year term shall start and come to an end at the close of the ESC General Assembly.
3. The Chairperson serves for two years and automatically becomes the Immediate Past-Chairperson.
4. The Chairperson-Elect has a two-year mandate before automatically becoming the Chairperson.
5. The Past-Chairperson serves for two years and then leaves the Nucleus.
6. Appointed nucleus members are appointed by the WG Chairperson at the start of the mandate for a period of two years, renewable once.
7. Ex-officio Members representing other ESC Constituent Bodies or scientific societies/groups are appointed by the President or Chairperson of their respective organization, following an invitation from the Working Group Chairperson. Their term lasts for two years and may be renewed once, for an additional two years (maximum of four years), subject to approval by their organization's President or Chairperson.
8. Limitations of years of service within a nucleus: Working Group nucleus members (whether voting, appointed or ex-officio) may remain on one same nucleus for a maximum of 12 years (consecutive or not). If the Working Group leads its own ESC Journal, this limitation does not apply to the Editor-in-Chief of its official ESC journal(s), who are contracted on an individual basis for a specified term.
9. Candidates for the position of Chairperson-Elect must have spent no more than 6 years on the nucleus they are applying to (consecutive or not, either as a voting or appointed member).
10. Candidates for the positions of voting nucleus members must have spent no more than 10 years on the nucleus they are applying to (consecutive or not, either as a voting, appointed or ex-officio member)

## 6.3 Oath of office and declaration of interest

Any person elected, appointed or invited to Working Group Nucleus, a Committee, Task Force, or other activity and/or whose role represents an official Working Group/ESC position is required to sign the ESC Oath of Office (Annex I of ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All Working Group Volunteers must **declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy.** The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the Working Groups/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If a Working Groups/ESC volunteer does not comply with the ESC Declaration and Management of Conflict-of-Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings

#### 6.4 Resignation or death of a nucleus member or volunteer

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the Working Group Nucleus, he or she will be replaced as follows:

- If it concerns the Chairperson, such will be succeeded for the balance of the appropriate two-year mandate by the Chairperson-Elect on an acting basis. The Chairperson-Elect will therefore cumulate the responsibilities of the Chairperson-Elect and Chairperson for the balance of the mandate.
- If it concerns the Secretary/Treasurer or Communication Coordinator, the Chairperson, in consultation with the nucleus, may appoint one of the other voting Nucleus members to assume such responsibilities for the balance of the two-year mandate,
- If it concerns the immediate Past-Chairperson, the Nucleus may, in its own discretion, appoint any previous Nucleus member for the balance of the two-year mandate. This previous nucleus member will have no voting rights.
- If it concerns the Chairperson-Elect, new elections will be held immediately following the procedures laid down in this document. In the meantime, until the new vote has taken place, the task related to the position of Chairperson-Elect within the nucleus may be delegated by the Chairperson to one of the other nucleus members.
- If it concerns any other voting nucleus members: the nucleus will refer the matter to the next election; the position will not be replaced in the meantime.
- If it concerns ex-officio nucleus members: the Chairperson Nucleus may propose a replacement, to be validated by the Working Group voting nucleus members. **If it concerns appointed nucleus members: the Chairperson may propose a replacement, to be validated by the Working Group voting nucleus members.**
- If it concerns ex-officio nucleus members representing another entity (ESC Constituent Body or other scientific societies and groups), the entity will be invited to appoint another representative.

#### 6.5 Meetings and deliberations

1. Working Group Nucleus meetings shall be convened by the Chairperson or at least by one-half of the voting Nucleus members.
2. The agenda is to be drawn up by the Chairperson, or those Nucleus members who convene the meeting. The agenda is to be sent at least 2 weeks before the date of the meeting.
3. Meetings shall be held online unless an in-person meeting has been planned for in the budget.
4. In-person meetings must be requested during budget construction and are subject to approval through the budget validation process. They are encouraged as "side meetings" around other educational activities (courses, conferences...) to make a more constructive use of volunteers' time and reduce travel and meeting expenses.
5. Potential dates & locations should be suggested by the Chairperson at least 4 months in advance in order to be evaluated by the ESC Staff. Locations must be central and convenient for most of the meeting participants, and respectful of the allocated budget. When suitable, ESC facilities at the European Heart House and ESC Brussels office must be considered in priority.
6. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the Working Group Nucleus, respectively, may cast one vote. No proxy votes will be

accepted. Absent Nucleus members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote.

7. In the event that the number of votes cast at a meeting of the Working Group Nucleus on any matter is tied, the Chairperson shall have the deciding vote.
8. Working Group Nucleus resolutions will be recorded in minutes that have to be submitted for approval by the Nucleus at the following Working Group Nucleus meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

The Working Group nucleus members' roles & responsibilities are detailed hereafter.

### **7-1 Role and responsibilities of the Working Group Chairperson**

The Chairperson is responsible for:

- defining the strategy and objectives of the Working Group in accordance with the ESC Strategic plan and in collaboration with the other Nucleus members
- ensuring compliance of the Work Group and its activities with the ESC statutes, bylaws, policies and processes
- the decision-making of the Working Group
- regular reporting to the Working Group nucleus
- regular reporting to the ESC Vice President for Working Groups or another suitable nominee representing the ESC Management Group
- the representation of the Working Group at official functions of the European Society of Cardiology and outside events
- the appointment of voting nucleus members invited to represent the Working Group in other scientific organisations, groups, or societies (inside or outside the ESC)
- the appointment of appointed non-voting members and their tasks & responsibilities (at the start of the mandate)
- reviewing new Working Group member applications
- drafting of the agenda and validation of the minutes of nucleus meetings

### **7-2 Role and responsibility of the Working Group Chairperson-Elect**

The Chairperson-Elect is responsible for assisting the Chairperson in his/her tasks and must assume the responsibilities of the Chairperson in case of absence of the latter.

### **7-3 Role and responsibility of the Working Group Immediate Past-Chairperson**

The Past-Chairperson is responsible for assisting the Chairperson in his/her tasks and maintaining continuity with the Working Group's activities at the end of his/her mandate as Chairperson. The Past-Chairperson is also the Chairperson of the Nominating Committee.

### **7-4 Role and responsibility of other voting Working Group Nucleus members**

- **The Secretary/Treasurer** is responsible for the planning of nucleus and scientific meetings, and consolidation of the meeting minutes as well as the building of the budget requests, both in collaboration with the Chairperson and the Working Groups Team.

- **The Communication Coordinator** is responsible for the collection of the content for the website, the member newsletter and any communication media of the Working Group in collaboration with the Chairperson and the Working Groups Team.

#### **7-5 Role and responsibility of Working Group Nucleus members as representatives in other groups**

Voting nucleus members can be assigned by the Chairperson to represent the Working Group in other scientific organisations, groups, or societies (inside or outside the ESC); in which case they are required to act on behalf of the Working Group and regularly report on their activities to the Working Group Chairperson and nucleus. These appointments are decided upon invitation by the other body to the Working Group Chairperson and must respect the duration of terms and re-election described in Article 6.2.

#### **7-6 Role and responsibility of Appointed and Ex-officio (non-voting) Working Group Nucleus members**

Non-voting nucleus members are responsible for managing and reporting back on specific tasks or activities assigned to them by the Chairperson, and they cannot vote on any items brought to the attention of the nucleus.

The Chairperson is responsible for proposing the assignment of appointed and Ex-officio members to the nucleus and their respective task(s), which may be:

- Coordination of a specific task on behalf of the Working Group (scientific publication / organisation of a meeting / ...)
- Representation of another scientific organisation, group or society (inside or outside the ESC) with which the Working Group wishes to liaise on issues of shared interest. In this case, an invitation must be sent to the other governing body, who will make a proposal of candidate to be assigned to the nucleus. The ESC Staff will verify that the candidate meets the turnover rules & eligibility criteria and send a formal invitation. The candidate will be considered as an official member of the nucleus once a reply has been received by the ESC Staff in writing.

#### **7-7 Invitations to step down**

As a general rule, applied to all Working Group Nucleus members, members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with timelines.
- Taken collegially with the other members of the concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Nucleus

If the invited member does not step down, the expulsion rules apply.

### **ARTICLE 8 – WORKING GROUP NOMINATING COMMITTEE**

The Working Group Nominating Committee shall be responsible for nominating candidates for the position of all elected voting members of the next Working Group Nucleus.

The Nominating Committee is composed of three members: the Past-Chairperson and Chairperson-Elect of the nucleus, and a third voting member of the current or immediate past nucleus (excluding the Chairperson) assigned by the ESC Vice-President for Working Groups and Councils.

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.

The Nominating Committee is chaired by the Past-Chairperson and reports to the ESC VP for Working Groups or another suitable nominee representative of the ESC Management Group.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the next Working Group Nucleus meeting.

The Nominating Committee:

- Prepares a job description for each Working Group position to ensure previous experience.
- Validates the election process and structure:
  - Number of open positions (according to the terms of current nucleus members)
  - Selection criteria (quantifiable) for all open positions
  - Eligibility criteria
  - List of supporting documents required (at minimum a CV and motivation letter)
  - Not mandatory: voting by pool. If the Working Group wishes to attract candidates with a specific profile or background, the Nominating Committee must define the number of positions open in each pool, the selection criteria of each position and submit this for the approval of the nucleus. Such selection criteria must be quantifiable. Consequently, the elections will be set-up in different pools. Candidates will be informed in the call for candidates on the specific selection criteria for each position and the number of positions open in each pool; and must position themselves in no more than one pool
- Addresses any issues brought to their attention during the elections
- As much as possible, should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.
- Evaluates the candidates and proposes at least one candidate per position.
- Identifies and proposes candidates for all voting positions within the Working Group nucleus
- Proposes no more than one candidate from the same institution and no more than two candidates from the same country of work.
- Oversees the good running of the election process
- May decide not to validate candidates with conflicting roles on the slate for election.
- Must ensure full transparency of decision-making in these processes.
- Can in no case influence or change the results of the voting.
- Asks the Working Groups team to inform the candidates of their (non) pre-selection without a justification being required

- Asks the Working Groups team to communicate the results of the voting to the candidates and the current Working Group nucleus.

The election results are announced before or at ESC Congress of each election year. The election timeline is set by the ESC Staff accordingly.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairperson of the Nominating Committee shall not have a vote.

## **ARTICLE 9 - PROCEDURE FOR THE ELECTION OF THE WORKING GROUP NUCLEUS**

The new Working Group Nucleus voting members are elected by the voting members of each respective Working Group. Elections are held in the spring of even-numbered years.

### **9.1 Eligibility to Working Group Nucleus positions**

- Only Members from the respective Working Groups originating from an ESC member country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a Nucleus position. They must also be ESC Professional members or FESC members from the respective Working Groups in good standing holding voting rights at the date of the opening of the call for applications
- Representatives and employees of healthcare industry companies are not eligible to Working Group nucleus positions
- Candidates for the position of Chairperson-Elect:
  - must be currently serving or have served in the current and immediate previous Nucleus as voting members within the relevant Working Group. They will receive the call for candidates prepared by the Nominating Committee.
  - must have spent no more than 6 years on the nucleus they are applying to (consecutive or not, either as a voting or appointed member).
  - must not have been already elected to the chairperson position in the same Working Group
- Candidates for the positions of voting nucleus members:
  - must have spent no more than 10 years on the nucleus they are applying to (consecutive or not, either as a voting or appointed member)
  - must demonstrate that they are professionally active

Ex-officio Nucleus members are eligible for future elected Nucleus positions under the condition that they held another position (not as ex-officio) in previous mandates and comply with the other requirements of the Working Groups.

### **9.2 Voting process for the election of Working Group Nucleus members**

In all the Working Groups' elections, the following rules must be respected:

1. All candidates have to sign the Working Group election statement and candidate code of conduct, and to submit their Declaration of interest (DOI) prior to the start of the election process. Only Working Group members holding a valid membership 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028

elections, members must hold a valid membership at least 12 months ahead of the opening of the call for applications.

2. Limitations of cumulative positions: a Working Group Nucleus Member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or the Board of an Association as voting member is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of his/her term of office expires before the new functions start.
3. Limitation of representation within ESC Working Groups: no individual can be elected to more than one ESC Working Group nucleus.
4. Limitation of representation within ESC Constituent Bodies: for the duration of their mandates, voting nucleus members cannot simultaneously hold another position as an elected nucleus / board member in another ESC Working Group, Association, or Council, unless if co-opted in a non-voting position
5. If the candidate's situation towards above rules changes after voting has taken place, the candidate must inform the Nominating Committee which will decide on further actions, including the possible annulment of the election.
6. Representatives and employees from healthcare industry companies are not eligible to Working Group Nucleus positions.

Voting for the new Nucleus will be conducted under the responsibility of the Nominating Committee

Before each election, Working Group voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The Working Group Nucleus will be informed about the outcome of the reviews.

If the Working Group wishes to attract candidates with a specific profile or background, the Nominating Committee can proceed with voting by pool: it must define the number of positions open in each pool, the selection criteria of each position and submit this for the approval of the nucleus. Such selection criteria must be quantifiable. Consequently, the elections will be set-up in different pools. Candidates will be informed in the call for candidates on the specific selection criteria for each position and the number of positions open in each pool; and must position themselves in no more than one pool.

Said elections will be conducted by electronic voting procedure.

Voting will be by secret ballot. Abstentions, null and blank votes are not included in the number of votes cast.

A quorum applies: 20% of the Working Group members eligible to vote must vote for the election to be valid. If said condition is not met, the election process will be repeated within two (2) months.

If there is only one candidate proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The proposed candidate(s) will be elected by a majority constituting more than half of the votes cast. If he/she is not elected by a majority of votes, his/her candidature will fail, and the Nominating Committee must reconsider the candidature and make a new proposal. A new voting procedure will follow.

In each respective pool, candidates with the highest number of votes are automatically elected. If the number of candidates elected in a pool is lower than the number of open positions, the remaining open positions will remain vacant for the duration of the mandate. In the event of a tied vote, a second round of voting will take place amongst the candidates who have not automatically been elected.

If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Nucleus will supervise said vote.

In the event where there is no eligible candidate (or no candidate) to one or more of the elected positions:

- if this concerns the Chairperson-Elect, a new call for candidate for this position should be organised.
- If this concerns other positions of voting nucleus members, the next Chairperson, in consultation with the next nucleus, may appoint one of the other Nucleus members to perform the task related to the related position(s) for the full term of the 2 years mandate.

The elected Nucleus Members take up their positions at the end of the ESC General Assembly at the ESC Congress.

#### **ARTICLE 10 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty-first of March.

#### **ARTICLE 11 - DISSOLUTION**

The dissolution of a Working Group must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

#### **ARTICLE 12 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the VP in charge of Working Groups, any provision of Working Groups' Rules of governance may be changed by the ESC Board.

## ANNEX VII - Councils rules of governance



### **ESC Councils – Rules of Governance under article 3-2 of the ESC Statutes**

Revised in view of 2026 elections: approved by ESC Board  
on 5 March 2026

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## **ARTICLE 1 - FORM - NAME**

ESC Councils are internal constituent bodies of the European Society of Cardiology (ESC), designated as “Councils” although not an autonomous legal entity.

The internal organisation of the ESC Councils is regulated by the ESC Statutes, ESC Bylaws and policies as well as the present rules of governance approved by the ESC Board.

In any case, the ESC Statutes, bylaws and policies are prevalent upon the provisions hereafter.

## **ARTICLE 2 – PURPOSE AND MEANS**

As stated in the ESC Statutes, the ESC creates Councils to bring together cardiologists, nurses or other allied professionals with common interests in a particular field of cardiovascular medicine or other common needs as a professional group.

To support this mission, the ESC Board provides the Councils with the financial and support resources deemed appropriate to the successful delivery of their activities, which need to be in consistency with the purpose and means of the ESC as well as the ESC Strategic Plan.

Each Council will be required to complete a biannual performance assessment based on specific pre-defined criteria.

The Rules of governance of the councils aim to outline the principles of governance of a transparent and democratic organisation within the European Society of Cardiology (ESC), with a strong collective leadership.

## **ARTICLE 3 – INDIVIDUAL MEMBERS OF COUNCILS**

Councils membership is subscribed to on an individual and direct basis. Full membership is open to all healthcare professionals with an interest in the specific area of expertise covered by the Council, irrespective of their membership to a National Cardiac Society or Affiliated Cardiac Society of the ESC.

Each individual member must accept the rules defined in the ESC statutes, Bylaws and in the articles of these rules of governance.

The Council membership is based on a rolling membership model, where the subscription renewal is based on the anniversary of the joining date. Members are able to join at any time of the year and receive a membership for a period of 12 months.

The Councils membership, coherence, categories, benefits and fees are proposed by ESC Membership Committee in consultation with the VP in charge of Councils and approved by ESC Board. No annual membership fee is required to date.

Members are subject to the regulations defined in the ESC Statutes and Bylaws.

## **ARTICLE 4 – RESIGNATION, DEATH AND EXPULSION of individual members**

### **4.1) Resignation**

Individual members of the Councils may resign from their membership by sending their resignation in writing to the Chair and Secretary/ Treasurer of the Council Board. Their Council membership will then be terminated at the end of the 12-months term.

### **4.2) Death**

In the event of death of an individual member of Councils, the membership is terminated immediately. The heirs and assignees will not by right acquire membership of the councils.

#### 4.3) Disciplinary measures

An individual member of the Councils may be expelled from the Councils/ESC for justified grievance.

Justified grievances include but are not limited to breaches against ESC Statutes and/or Bylaws and/or rules of governance of Councils, breach of the Ethical Conduct Policy, inappropriate behavior, damage to the reputation of the ESC, of ESC staff members or of ESC bodies listed in Article 1 of ESC Bylaws, or damage to property and finances of the ESC.

The disciplinary process and possible levels of sanction are detailed in Annex IV of ESC bylaws.

### **ARTICLE 5 – ALLOCATED INCOME**

The Council Board seeks financial support to cover investments or other expenses linked to the conduct of the Council's activities in respect of ESC policies and procedures and in coordination with ESC staff.

### **ARTICLE 6 – INTERNAL GOVERNANCE OF COUNCILS**

#### **6.1 Board of Councils**

The administration of Councils is conducted by a Board composed of:

- Voting members – who are elected by the eligible council members in even numbered years:
- Nucleus members (up to 10 members maximum)
- Ex-officio members (up to 15 members maximum) – these members have no voting rights
- Representatives of scientific societies and groups
- Experts in the relevant field
- Editor-in-Chief of the Council journal or related journal, if existing appointed according to the ESC Editor in Chief recruitment and appointment policy.

The duties of all Council Board members are executed free of charge. Council Board members will be entitled to reimbursement of expenses incurred while exercising their ESC duties in accordance with ESC Volunteers Travel and meetings policy.

An ex-officio Board member is a member who is part of the Board by virtue of holding another office.

The Ex-officio members don't have voting rights within the Councils Boards.

When appointed by the Chairperson, ex-officio voting members must apply for membership of the Council (if not already a member).

#### **6.2 Nucleus of Councils**

Within the Board, the nucleus is composed of:

- Chairperson
- Chairperson-Elect
- Immediate Past-Chairperson
- Secretary/ Treasurer
- Communication Coordinator (appointed among elected Nucleus members)

The Nucleus may decide to create additional Nucleus positions to serve the specific mission of the Council. Additional Nucleus positions can only be created at the beginning of a new mandate. Nucleus must be ESC Professional Members or Fellows of the ESC (FESC) in good standing.

The Nucleus may decide to appoint certain Council Nucleus and Board members to work on specific taskforces relevant to their area of expertise. The taskforce members collectively participate in fulfilling the Council's mission and annual objectives.

### **6.3 Duration of terms and re-election**

- Voting Council Board members shall hold their positions for a period of two years.
- This two-year term shall start and come to an end at the close of the ESC General Assembly.
- The Treasurer/Secretary and Communication Coordinator are elected for 2 years and may be re-elected for a further 2 years (4 years maximum).
- Ex-officio Members who are representatives of other scientific societies or groups are appointed at the start of the mandate by the President / Chairperson of the scientific society that they represent for a period of 2 years, renewable if required for 2 years (4 years maximum). To encourage turnover of ex-officio members representing scientific societies, a letter is sent by the Council Chairperson to the President / Chairperson of each society or group within two months of taking up office. This letter contains the length of time the representative has been in the Council and asks the President / Chairperson to provide the identity of the official representative for the next two-year period.
- Ex-officio Members such as experts in relevant fields (with the exception of the Editor-in-Chief of the Council journal or related journal, if existing) are appointed by the Council Chairperson for a mandate of two years renewable once, at the start of her/his mandate.
- The Chairperson is responsible for informing the nucleus on the appointment of non-voting members, as well as their respective assignments.
- The taskforce members will be expected to leave the taskforce at the end of their mandate on the Nucleus or Board.
- Any request to exceed the maximal number of ex-officio members above 15 has to be submitted to the ESC Board for approval. No new ex-officio positions may be created mid-mandate.
- The Chairperson serves for two years and automatically becomes the Immediate Past-Chairperson.
- The Chairperson-Elect has a two-year mandate before automatically becoming the Chairperson.
- The Past-Chairperson serves for two years and then leaves the Nucleus.
- After six years in the respective positions of Chairperson-Elect, Chairperson and Immediate Past-Chairperson, a person cannot be re-elected to the position of Chairperson-Elect in the same Council.
- Nucleus members may re-enter the Nucleus after a 4 consecutive year absence and then only by election.
- After a 4-year period a person cannot be re-elected to the same position.
- The maximum length of mandates in the same nucleus is set at twelve years (consecutive or not). Nucleus members may re-enter the Nucleus after a 4 consecutive year absence and then only by election.

#### 6.4 Oath of office and declaration of interest

Any person elected, appointed or invited to Council Board, a Committee, Task Force, or other activity and/or whose role represents an official Councils/ESC position is required to sign the **ESC Oath of Office** (Annex I of ESC Bylaws) before entry into service. Refusal or failure to do so will prevent the member from taking his/her office or role.

All Councils Volunteers must **declare their financial relations with industry, public funders, and other stakeholders annually as detailed in the ESC Declaration of Interests (DOI) policy**. The main aim of the policy is to create a transparent environment that enables interactions with all stakeholders while protecting volunteers and the Councils/ESC.

Before a given topic is discussed at any meeting, any individual with a real or potential conflict of interest shall withdraw from the discussions of the topic and shall not participate in the decision or voting process.

If a Councils/ESC volunteer does not comply with the ESC Declaration and Management of Conflict of Interest Policy or does not complete their declaration of interest form annually, he/she will be suspended and reintegrated as detailed in the DOI Policy, or might be subject to disciplinary proceedings

#### 6.5 Resignation or death of a board member or volunteer

In the event of resignation, incapacitation exceeding 6 months, or death of any member of the Council Board, he or she will be replaced as follows:

- If it concerns the Chairperson, such will be succeeded for the balance of the appropriate two-year mandate by the Chairperson-Elect on an acting basis. The Chairperson-Elect will therefore cumulate the responsibilities of the Chairperson-Elect and Chairperson for the balance of the mandate.
- If it concerns the Secretary, Treasurer or Communication Coordinator, the Chairperson, in consultation with the Nucleus, may appoint one of the other Nucleus members to assume such responsibilities for the balance of the two-year mandate,
- If it concerns the immediate Past-Chairperson, the Nucleus may, in its own discretion, appoint the previous Past-Chairperson, and if for any reason he/she could not take the responsibility, any previous Nucleus member for the balance of the two-year mandate. This previous Nucleus member will have no voting rights.
- If it concerns the Chairperson-Elect, new elections will be held immediately following the procedures laid down in this document. In the meantime, until the new vote has taken place, the task related to the position of Chairperson-Elect within the nucleus may be delegated by the Chairperson to one of the other nucleus members.
- If it concerns ex-officio Board members, representing another entity (ESC Constituent Body or other scientific societies and groups), the entity will be invited to appoint another representative.

#### 6.6 Meetings and deliberations

1. Council Board and Nucleus meetings shall be convened by the Chairperson or at least by one-half of the voting Board members.
2. The agenda is to be drawn up by the Chairperson, or those Board members who convene the meeting. The agenda is to be sent at least 2 weeks before the date of the meeting.
3. Upon the decision of the Chairperson, meetings shall be held either in person or by any audio/visual means of communication.

4. In-person meetings must be requested during budget construction and are subject to approval through the budget validation process. They are encouraged as "side meetings" around other educational activities (courses, conferences...) to make a more constructive use of volunteers' time and reduce travel and meeting expenses.
5. Potential dates & locations should be suggested by the Chairperson at least 4 months in advance in order to be evaluated by the ESC Staff. Locations must be central and convenient for most of the meeting participants, and respectful of the allocated budget. When suitable, ESC facilities at the European Heart House and ESC Brussels office must be considered in priority.
6. The presence of 4 voting Nucleus Members is needed for any decision to be considered valid. The Immediate Past Chairperson has the right to vote in Council Nucleus/Board Meetings.
7. Decisions will be made by a simple majority of the votes of the members present at the meeting. Each voting member of the Councils Board, respectively, may cast one vote. No proxy votes will be accepted. Absent Nucleus members, respectively, may submit their opinion in writing on items appearing on the agenda but may not express a vote.
8. In the event that the number of votes cast at a meeting of the Councils Board or Nucleus on any matter is tied, the Chairperson shall have the deciding vote.
9. Council Board and Nucleus resolutions will be recorded in minutes that have to be submitted for approval by the Board at the following Councils Board meeting.

## **ARTICLE 7 – ROLE AND RESPONSIBILITIES**

### **7-1 Role and responsibilities of the Council Chairperson**

The Council is led by the Chairperson with support from the Chairperson-Elect. He /she:

- Defines the strategy and objectives of the Council in accordance with the ESC Strategic plan and in collaboration with the other Nucleus Members
- Supervises the operations and activities to ensure the Council's goals are pursued
- Prepares the agendas and conducts the Nucleus/Board Meetings
- Prepares the Council's Annual Report
- Ensures that the Council functions according to ESC corporate governance rules and processes maintaining transparency in all matters
- Reports regularly to ESC Vice-President for Councils or another suitable nominee representing the ESC Management Group
- The Chairperson represents the Council at official functions of the European Society of Cardiology and outside events.

### **7-2 Role and responsibility of the Council Chairperson-Elect**

The Chairperson-Elect works in close cooperation with the Chairperson with the aim to create continuity of strategies once he/she assumes the role of Chairperson and may take on the responsibilities of the Chairperson should he/she be unable to perform his duties.

### **7-3 Role and responsibility of the Council Immediate Past-Chairperson**

The Immediate Past-Chairperson ensures continuity in the activities and initiatives of the Council and is automatically Chair of the Council Nominating Committee.

#### 7-4 Role and responsibility of other voting Council Board members

- **The Secretary/Treasurer** is responsible for the financial affairs and budget management of the Council, according to ESC accounting principles and takes on specific responsibilities in relation to the organisation of the Council's meetings and annual General Assembly agenda as defined by the Chairperson at the beginning of his/her mandate.
- **The Communication Coordinator** collects and proposes content for the Council's e-newsletter and web site and any other communication media used by the Council. He/she ensures that the Council's web site is updated with new content on a regular basis to inform the public and the Council's members (information on new techniques, scientific material, reviews of papers etc.). If a social media presence is maintained by the Council, the Communication Coordinator ensures that discussions are moderated correctly and in accordance with current ESC recommendations. He/she works in collaboration with the ESC Staff.

#### 7-5 Role and responsibility of Ex-Officio Council Board members

Ex-Officio members are responsible for performing tasks or activities assigned to them by the Chairperson and for reporting back to the Chairperson and nucleus about these tasks. They may also act as a liaison officer with other scientific organisations, groups, societies (inside or outside the ESC).

- **Ex-officio Members who are representatives of other scientific societies or groups** are expected to regularly report on the Council's activities in their respective groups and to inform the Council on the activities of their groups.
- **Ex-officio Members such as experts in relevant fields or Editor-in-Chief of the Council journal or related journal, if existing** can be appointed by the Chairperson after consultation with the Nucleus. They are invited to meetings to report on their specific area of expertise not included in the Council structure and have an advisory role only.

#### 7-6 Invitations to step down

As a general rule, applied to all Council Board members, Co-chairs, members or other persons involved in task forces and committees; one may be invited to step down.

This decision should be:

- Based on defined criteria: less than fifty percent (50%) meeting attendance, lack of compliance with timelines.
- Taken collegially with the other members of the concerned body or committee (with a two-third (2/3) majority required).
- Approved by the Nucleus

If the invited member does not step down, the expulsion rules apply.

### ARTICLE 8 – COUNCIL NOMINATING COMMITTEE

The Council Nominating Committee shall be responsible for nominating candidates for the position of all elected voting members of the next Council Board.

The Chairperson of the Nominating Committee is the Immediate Past-Chairperson of the Council who reports to the ESC VP for Councils or another suitable nominee representative of the ESC Management Group.

The Nominating Committee members are appointed by the immediate Past-Chairperson of the Council and validated by the ESC VP for Working Groups and Councils.

The Nominating Committee of the Council is composed of the immediate Past-Chairperson (Chairperson of the Nominating Committee, non-voting) and 4 members who must be ESC Professional Members or Fellow of the ESC (FESC) having previously held an elected position within the ESC, Associations, Working Groups or Councils and originating from an ESC Member Country.

Members of the current Nominating Committee cannot be candidates for the elections performed under that Nominating Committee's mandate.

In the event of death, incapacity or resignation of any member of the Nominating Committee, the Chairperson appoints a replacement member. That replacement needs to be confirmed by a simple majority vote of the next Council Board.

The Nominating Committee:

- Prepares a job description for each Council position to ensure previous experience.
- Validates the election process and structure:
- Number of open positions (according to the terms of current nucleus members)
- Selection criteria (quantifiable) for all open positions
- Eligibility criteria
- List of supporting documents required (at minimum a CV and motivation letter)
- Addresses any issues brought to its attention during the elections
- As much as possible, it should strive to ensure diversity - including geographical and gender - in its nominees for elected positions, in accordance with the ESC's policies. Other defined pre-requisites are described in the terms of reference of the Nominating Committee and/or the candidates' job descriptions.
- Evaluates the candidates and proposes at least one candidate per position
- Proposes no more than one nucleus member from the same institution and no more than two nucleus members from the same country of work.
- Identifies and proposes candidates for all voting positions within the Council nucleus
- Oversees the good running of the election process
- May decide not to validate candidates with conflicting roles on the slate for election.
- Must ensure full transparency of decision-making in these processes.
- Can in no case influence or change the results of the voting.
- Asks the Councils team to inform the candidates of their (non)pre-selection without a justification being required
- Asks the Councils team to communicate the results of the voting to the candidates and the current Councils voting members.

The election results are announced before or at ESC Congress of each election year. The election timeline is set by the ESC Staff accordingly.

Decisions within the Nominating Committee will be made by a simple majority of the votes of those members present having the right to vote. In the event that the number of votes cast is tied, the voting will be repeated. In case of the second tied vote, the Chairperson of the Nominating Committee shall have a deciding vote. Otherwise, the Chairman of the Nominating Committee shall not have a vote.

## **ARTICLE 9 - PROCEDURE FOR THE ELECTION OF THE COUNCIL BOARD**

The new Council Nucleus members are elected by the voting members of each respective Council. Elections are held in the spring of even-numbered years.

### **9.1 Eligibility to Council Board positions**

Only Members from the respective councils originating from an ESC member country (as defined in article 3 of ESC Statutes, see <https://www.escardio.org/The-ESC/Member-National-Cardiac-Societies>) are eligible to a Nucleus position. They must also be ESC Professional members or FESC and members from the respective Councils in good standing holding voting rights at the date of the opening of the call for applications.

Candidates for the position of Chairperson-Elect must be currently serving or have served in the immediate previous Nucleus within the relevant Council, excepting the Immediate Past-Chairperson. The elected candidate will automatically become Chairperson two years later.

Ex-officio Board members are eligible for future elected Nucleus positions under the condition that they held another position (not as ex-officio) in previous mandates and comply with the other requirements of the Council.

### **9.2 Voting process for the election of the Council Nucleus members**

In all the Councils' elections, the following rules must be respected:

- All candidates have to sign the Council elections statement and candidate code of conduct, and to submit their Declaration of interest (DOI) prior to the start of the election process. If this requirement is not fulfilled, the candidate will not be accepted.
- To stand for election, candidates must be ESC Professional members or FESC and Members from the respective council in good standing holding voting rights at the date of the opening of the call for applications.
- Only Council members holding a valid membership 6 months ahead of an election (i.e when the call for applications opens) and still member when the voting platform opens, have voting rights. As of 2028 elections, members must hold a valid membership at least 12 months ahead of the opening of the call for applications.
- Limitations of cumulative positions within the ESC: in order to ensure a renewal within the ESC and a good internal functioning, a Councils Board Member may not hold more than three leadership positions at the same time. Sitting on the nucleus of an ESC Working Group or Council or the Board of an Association as voting member is counted as one leadership position. A candidate who already holds three offices may therefore not stand for election or be proposed as a candidate, except if one of his/her term of office expires before the new functions start.
- Limitation of representation within ESC Councils: nucleus members cannot be elected to more than one ESC Council Nucleus.

- Limitation of representation within ESC Constituent Bodies: for the duration of their mandates, nucleus members cannot simultaneously hold another position as an elected Nucleus / Board Member in an ESC Association, Working Group or another Council, unless if co-opted in a non-voting position
- Members of the Nominating Committee including the Immediate Past-President cannot vote in elections.
- If the candidate's situation towards above rules changes after voting has taken place, the candidate must inform the Nominating Committee which will decide on further actions, including the possible annulment of the election.
- A candidate can apply to only one voting Board position.
- Representatives and employees from healthcare industry companies are not eligible to Councils Board and Nominating Committee positions.

Voting for the new Nucleus members will be conducted under the responsibility of the Nominating Committee

Before each election, Councils voting member lists will be reviewed by ESC Staff in charge of compliance to ensure that the vote is bona fide and to avoid potential fraud. The ESC Board will be informed about the outcome of the reviews.

Said elections will be conducted by electronic voting procedure.

Voting will be by secret ballot. Abstentions, null and blank votes are not included in the number of votes cast.

A quorum applies: 20% of the persons eligible to vote must vote for the election to be valid. If said condition is not met, the election process will be repeated within two (2) months

If there is only one candidate proposed for any position (e.g., when there is no other candidate), a vote will take place in any case (with three voting options: agree / disagree / abstain). The proposed candidate(s) will be elected by a majority constituting more than half of the votes cast. If he/she is not elected by a majority of votes, his/her candidature will fail, and the Nominating Committee must reconsider the candidature and make a new proposal. A new voting procedure will follow.

If any candidate is not elected by a simple majority of votes, their candidature will fail. The Nominating Committee must make a new proposal within three months, followed by voting through secret ballot. The Executive Board will supervise said vote.

The elected Board Members take up their positions at the end of the Council Meeting at the ESC Congress.

#### **ARTICLE 10 – COUNCILS ANNUAL REPORT**

Each Council must provide an annual report to the ESC VP for Councils, or another suitable nominee representing the ESC Management Group, and that is accessible via its webpages for all its members. The Annual Report should provide information on the year's achievements against annual objectives and a brief financial reporting of the Council.

#### **ARTICLE 11 - ACCOUNTING PERIOD**

The accounting period shall start on the first of April and end on the thirty first of March.

#### **ARTICLE 12 - DISSOLUTION**

The dissolution of the Councils must be proposed by the ESC Board. It requires approval at an ESC General Assembly.

### **ARTICLE 13 - CHANGES IN THE RULES OF GOVERNANCE**

Upon recommendation of the VP in charge of Councils, any provision of Councils Rules of governance may be changed by the ESC Board.