

STATUTES OF THE ASSOCIATION OF THE EUROPEAN BONE AND JOINT INFECTION SOCIETY

Chapter I. Name and Purpose

Article 1: Name, Official Language and Fiscal Domicile

- 1.1 An association denominated “European Bone and Joint Infection Society” (hereafter the “**Society**” or “**EBJIS**”) is established and it shall be constituted in conformity with Article 60 *et sequentes* of the Swiss Civil Code.
- 1.2 English shall be the official language of the Association.
- 1.3 The official EBJIS address is Klingelbergstrasse 23, 4031 Basel, University Hospital Basel, Switzerland.

Article 2: Purpose, Principles and Goals

- 2.1 The purpose of EBJIS is to promote and increase knowledge on all aspects of bone and joint infections worldwide.
- 2.2 EBJIS is a non-profit organization and does not pursue any commercial goal.
- 2.3 EBJIS is politically neutral as well as professionally and scientifically independent.
- 2.4 The Society’s goals are to:
 - a) promote, encourage, support, and share education regarding all aspects related to prevention, diagnosis and treatment of bone and joint infections from basic research to patient management to population level healthcare.
 - b) promote, encourage, support, and share high quality scientific research regarding all aspects related to prevention, diagnosis and treatment of bone and joint infections from basic research to patient management to population level healthcare.
 - c) promote, encourage, and support networking between individual researchers, clinicians of different medical specialties, as well as other healthcare professionals thus promoting a multidisciplinary approach to bone and joint infections.
 - d) promote, encourage, and support networking between institutions involved in research, clinical management, and education regarding all aspects of bone

and joint infections thus promoting a multidisciplinary approach to bone and joint infections.

- 2.5 In line with the pursuit of its goals, EBJIS shall hold at least one Annual Meeting except in cases of force majeure.
- 2.6 The Society will pursue these goals predominantly within a European context but will encourage wider involvement from around the world

Chapter II. Membership

Article 3: Categories of Members

- 3.1 The Society will have three categories of members:
 - a) Ordinary Members
 - b) Distinguished Members
 - c) Emeritus Members

Article 4: Ordinary Members

- 4.1 Any individual scientifically and/or clinically active in any aspect related to bone and joint infections is potentially eligible to become a member.
- 4.2 He/she must not risk the Society's stance to be politically neutral as well as professionally and scientifically independent.
- 4.3 He/she must not be actively engaged in any activity potentially conflicting with the Society's purpose and goals.
- 4.4 He/she must acknowledge and agree with the Society's statutes.
- 4.5 Any candidate must apply for membership by filling in the appropriate "Membership Application Form" that will be made available on the Society's website.
- 4.6 In the "Membership Application Form" the candidate will declare that he/she:
 - a) is scientifically and/or clinically active in an aspect related to bone and joint infections and,
 - b) will not risk the Society's stance to be politically and commercially neutral as well as professionally and scientifically independent and,

c) is not actively engaged in any activity potentially conflicting with the Society's purpose and goals.

- 4.7 The Executive Committee shall confirm that the applicant meets the requirements for membership and will make a simple majority decision at the earliest convenience .
- 4.8 If approved, the applicant will be informed of his/her status as an "Ordinary Member pending payment".
- 4.9 Full membership status and associated benefits will start after the due payment of the Annual Membership Fee.
- 4.10 Ordinary Members have the right to vote at the General Assembly.
- 4.11 Ordinary Members have the right to become a member of the Executive Committee or any other elected position on the Society's governing bodies or be appointed to other organs/structures within the Society.
- 4.12 Ordinary Members in good standing (i.e. updated annual fee payments) will have the right to any discount/special fee for the Society's annual meeting or any other EBJIS-organized scientific meeting or course.

Article 5: Distinguished Members

- 5.1 Members who have had exceptional contributions for the Society may be awarded the title "Distinguished Member".
- 5.2 This decision depends on a two-thirds majority decision by the General Assembly following a recommendation by the Executive Committee.
- 5.3 Distinguished Members retain their right to vote at the General Assembly but will lose their right to become a member of the Executive Committee.
- 5.4 Distinguished Members are exempted from their annual membership fee.
- 5.5 Distinguished Members are also exempted from registration fees for the Society's annual meeting or any other EBJIS-organized scientific meeting or course.

Article 6: Emeritus Members

- 6.1 Members may become “Emeritus Members” only when they retire/cease their professional activities.
- 6.2 Any member must apply in writing to the Executive Committee for simple majority approval.
- 6.3 Emeritus Members retain their right to vote at the General Assembly but will lose their right to become a member of the Executive Committee or any other elected position on the Society’s governing bodies.
- 6.4 Emeritus Members are exempted from their annual membership fee.
- 6.5 Unlike Distinguished Members, Emeritus Members are not exempted from registration fees for the Society’s annual meeting or any other EBJIS-organized scientific meeting or course (they will of course retain any membership discount when applicable).

Article 7: Membership Fee, Exclusion and Resignation

- 7.1 The Executive Committee will annually recommend the membership fees, which will be adopted after approval by the General Assembly.
- 7.2 Membership fees are due in January of each year and are not refundable.
- 7.3 If a member fails to pay the annual membership fee before registering for the annual meeting, he/she will not have the right to any discount/special fee for the annual meeting or any other EBJIS-organized scientific meeting or course.
- 7.4 If a member fails to pay their membership fees for two years (after due and repeated reminders), the Executive Committee may decide on their exclusion and shall inform the member of this decision.
- 7.5 If a member asks to be reinstated, he/she can do so providing the outstanding fees are paid. Alternatively, he/she can reapply by submitting a new membership application that will be considered by the Executive Committee.
- 7.6 The General Assembly, by a two-thirds majority vote, may decide to exclude any member who:
 - a) was found to provide false information on the application form, and/or
 - b) behaved against the aims and ethical principles of EBJIS, and/or
 - c) behaved without due care or honesty in public or professional life.

- 7.7 Members may withdraw their membership by submitting a membership cancellation request, in writing to the Executive Committee. Membership can be cancelled at any time.

Chapter III. Governing Bodies

Article 8: Governing Bodies

- 8.1 The Society will have two governing bodies:

- a) The General Assembly
- b) The Executive Committee

Article 9: General Assembly

- 9.1 The General Assembly is the supreme governing body of EBJIS and comprises all Members.
- 9.2 The General Assembly shall meet at least once every year (preferably in person during the EBJIS Annual Meeting).
- 9.3 The invitation to the General Assembly must be sent by the President to all Members no later than six weeks in advance.
- 9.4 An agenda for the meeting, together with any related information and/or appropriate documents necessary for due consideration and/or deliberation, shall also be sent to all members no later than six weeks in advance.
- 9.5 The General Assembly can only take binding decisions on topics that are listed on the official agenda of the meeting sent in advance. Topics raised and discussed during the meeting (e.g. any other business) that have not been explicitly announced in the predetermined agenda cannot be officially decided on and must be postponed to the following GA.
- 9.6 An extraordinary General Assembly meeting may be convened:
 - a) at the request of the President, and/or
 - b) upon written request to the Executive Committee signed by at least one-fifth of the membership list.
- 9.7 Invitations to such extraordinary meetings should follow the same rules expressed in 9.3 and 9.4.

- 9.8 The General Assembly is chaired by the President or, in case of an impediment, by the Vice-President or, in case of an impediment by the General Secretary.

Article 10: Roles and responsibilities of the General Assembly

- 10.1 The General Assembly is responsible for:

- a) Voting for the Executive Committee's Members
- b) Approving the Budget, the Annual Report and Financial Statements
- c) Discharging liability of the Executive Committee's Members
- d) Approving the Annual Membership fee
- e) Voting for host country applications for EBJIS Annual Meetings
- f) Approving the initiation or termination of Committees, Projects, and/or Structures within EBJIS
- g) Approving changes to the Statutes
- h) Approving the exclusion of Members
- i) Approving dissolution of EBJIS

Article 11: Voting and decision-making process at the General Assembly

- 11.1 Each Member is entitled to one vote.

- 11.2 As a rule, voting may occur using a simple process (e.g. green/red card system) except for the following topics which require a secret vote:

- a) Election of the Executive Committee's Members
- b) Election of the host country applications for EBJIS Annual Meetings
- c) Exclusion of Members

- 11.3 At the request of at least one Member, the President may decide that other issues may require a secret vote.

- 11.4 As a rule, decisions of the General Assembly are taken by a simple majority of votes of the Members attending the General Assembly at the moment of the vote except for the following objects which require a two-thirds majority:

- a) Decision for Distinguished Member
- b) Decision to Exclude a Member
- c) Changes/Amendment of the Statutes
- d) Dissolution of the Society

- 11.5 Blank votes as well as abstentions shall be disregarded when calculating the necessary majority.

- 11.6 The Executive Committee shall be given the freedom to choose the most appropriate voting system (i.e. paper ballot or electronic system) providing transparency and reliability can be assured.

Article 12: Executive Committee Structure

- 12.1 The Executive Committee will be comprised of seven permanent members:

- a) The President
- b) The Vice-President
- c) The Immediate Past-President
- d) The Secretary General
- e) The Treasurer
- f) Two Ordinary Committee Members

- 12.2 Members of the Executive Committee are elected for two years and shall be eligible for re-election not more than twice including all and any non-Presidential position (i.e. Secretary General, Treasurer and/or Ordinary Member).

- 12.3 If an Executive Committee member resigns during their term of office, the rest of the Executive Committee may co-opt a new member, to serve for the remaining period. The vacated position will then be available for election at the next General Assembly. The co-opted member will of course be able to apply for the position as well as two possible re-elections thereafter.

- 12.4 In addition to the seven permanent members, other positions within the EBJIS structure will serve as Advisory Members in the Executive Committee:

- a) the Country Delegate Chair
- b) the EBJIS Editor-in-chief for the Journal of Bone and Joint Infection

- 12.5 Other Advisory Members may be co-opted by the Executive Committee for specific projects of EBJIS. The duration of their appointment is determined in each case by the Executive Committee but may not exceed two years. In case the appointment is planned longer than 2 years, members have to be informed during the GA and the position approved by single majority.

- 12.6 Advisory Members may attend Executive Committee meetings on request or by invitation from the President or Secretary General. They can contribute to the discussion and offer advice concerning their specific role, but they do not have voting rights.

Article 13: Roles and Responsibilities of the Executive Committee

13.1 The Executive Committee's responsibilities are as follows:

- a) Conducting EBJIS ordinary business and overall general support to all EBJIS organs, structures, and ongoing projects,
- b) Representing EBJIS externally,
- c) Decide on new Ordinary Member applications,
- d) Decide on Distinguished Member proposals to the General Assembly,
- e) Decide on Emeritus Member requests,
- f) Decide on Country Delegate applications,
- g) Analysing Annual Meeting host country applications before taking them to a vote in the General Assembly,
- h) Preparing the Budget, the Annual Report, and the Financial Statement before submitting them for approval in the General Assembly,
- i) Preparing all aspects related to the delivery of the Annual Meeting namely, choosing the Professional Congress Organizer and coordinating with the Local Organizing Committee to ensure the Scientific Program as well as other aspects all aspects of the organization,
- j) Deciding on the initiation or termination of Committees, Projects and/or Structures within EBJIS,
- k) Proposing Statutes changes to the General Assembly.

Article 14: Guidelines for Executive Committee Meetings

- 14.1 The Executive Committee shall meet at least twice a year, upon invitation of the President or Secretary General.
- 14.2 Meetings can be held in person, as well as teleconference and/or any electronic means providing transparency and reliability can be assured.
- 14.3 Executive Committee meetings are chaired by the President or, in case of an impediment, by the Vice-President.
- 14.4 The minimum quorum of Executive Committee members who must be present for official decisions is five.
- 14.5 Executive Committee decisions are made by a simple majority of votes.
- 14.6 Executive Committee members shall not receive any remuneration from EBJIS.
- 14.7 They can be reimbursed for the actual expenses incurred on behalf of EBJIS according to the Travel Expense Reimbursement Guidelines as approved by the Executive Committee with knowledge of the General Assembly.

Article 15: Electoral Process for the Executive Committee

- 15.1 The electoral process shall be free, democratic, and open to all EBJIS members in good standing.
- 15.2 The election for Executive Committee members will take place in the General Assembly and each Ordinary, Distinguished, or Emeritus member is entitled to one (secret) vote per vacant position.
- 15.3 Vacant positions in the Executive Committee may only be filled by Ordinary Members.
- 15.4 Any Ordinary Member can apply as a candidate for a specific vacant position.
- 15.5 Applications shall be opened through communication to the members when calling the General Assembly, no later than 6 weeks before the Annual Meeting.
- 15.6 There are two separate electoral processes:
 - a) The Presidential line (i.e. Vice-president)
 - b) The non-Presidential positions (i.e. Secretary General, Treasurer and/or Ordinary Committee Member)
- 15.7 The Vice-President position voting will occur first, and the candidate requires >50% of the votes to be elected (i.e. if more than two candidates apply a second round of voting involving the two most voted applicants might be necessary if none of them has >50% of the votes in the first round). Subsequent rounds may be necessary until one candidate gets >50% of the votes.
- 15.8 The Vice-President, after a two-year term, becomes the President for the following two years and then the Past-President for two more years.
- 15.9 After fulfilling their term in the Presidential line, the member cannot reapply for a non-Presidential Executive Committee position.
- 15.10 The non-Presidential position(s) voting will occur second starting with the Secretary General, followed by the Treasurer, and ending with the Ordinary Committee Member(s) positions.
- 15.11 All but the two ordinary committee members are voted independently. However, a candidate who failed to be elected to the Secretary General and/or Treasurer position is eligible to be considered for a vacant Ordinary Committee Member position.
- 15.12 All applicants for each position are voted simultaneously (i.e. current ExCom members eligible for re-election do not have priority over new candidates).

- 15.13 Each member may cast as many votes as open positions. (i.e. if there are two open Ordinary Committee Member positions each member is able to cast two votes). The two candidates with the highest number of votes will be elected. If there is a tie for the last position a second round of voting (involving those candidates only) might be necessary. Subsequent rounds may be necessary until one candidate gets >50% of the votes.
- 15.14 Members of the Executive Committee (non-Presidential positions) are elected for two years and shall be eligible for re-election not more than twice.
- 15.15 Members of the Executive Committee (non-Presidential positions) are allowed to run for the Presidential line after fulfilling their term.

Chapter IV. Other Organs and Structures

Article 16: Creation of New Organs and Structures

- 16.1 In addition to the Governing Bodies other organs and/or structures may be created within EBJIS.
- 16.2 Such organs and/or structures will be created by the proposal of the Executive Committee and approval in the General Assembly.
- 16.3 After their approval in the General Assembly, it is the Executive Committee responsibility to elaborate specific bylaws to govern their organization and functioning as soon as feasible.
- 16.4 Once approved in the General Assembly an amendment to the statutes is warranted at the next available opportunity.
- 16.5 Such organs and/or structures can only be terminated after approval in the General Assembly by the proposal of the Executive Committee.

Article 17: Country Delegates Group

- 17.1 The main goal of the Country Delegates group is to help promote EBJIS's existence, activities, scientific ideas, and “philosophy” worldwide.
- 17.2 Country Delegates are EBJIS members from different nationalities, selected by the Executive Committee.

- 17.3 A Country Delegates Chair will be responsible for organizing proceedings and coordinating with the EBJIS Executive Committee. The Country Delegates Chair is an Advisory Member of the Executive Committee without voting rights.
- 17.4 Country Delegates and Chair selection process will be regulated by specific bylaws.

Article 18: EBJIS Regional Chapters

- 18.1 The main goal of the EBJIS Regional Chapters is to help promote EBJIS existence, activities, scientific ideas, and “philosophy” in specific geographic regions and encourage each region to develop context-appropriate policies.
- 18.2 A Steering Committee comprised of EBJIS members will be appointed by the Executive Committee to govern each group and will report back to the EBJIS Executive Committee on a regular basis.
- 18.3 The Steering Committee will aim to engage and involve like-minded individuals outside EBJIS membership in their specific regions.
- 18.4 EBJIS shall reserve its right to the use of its name as well as the right to withdraw support to this group, should it be deemed necessary.

Article 19: Journal of Bone and Joint Infection

- 19.1 The Journal of Bone and Joint Infection (JBJI), is the scientific publication of the European Bone and Joint Infection Society (EBJIS).
- 19.2 It will publish papers of the highest quality in all areas of infections of the musculoskeletal apparatus.
- 19.3 It is held by EBJIS but is run together with the Musculoskeletal Infection Society (MSIS) with one editor-in-chief appointed by each Society.
- 19.4 The EBJIS Executive Committee will appoint its Editor-in-Chief per specific journal bylaws.

Chapter V. Finances, Revenues, and Liability

Article 20: Financial Statements

- 20.1 The Fiscal year coincides with the Calendar year.
- 20.2 The Executive Committee will contract external accounting services.
- 20.3 The Executive Committee, through its Treasurer, will present to the General Assembly the Financial Statements for approval once a year.

Article 21: Revenues

- 21.1 The Society's revenues shall derive from Membership fees, donations, Congress revenues, or other educational events, publications, and legacies.
- 21.2 The revenues shall be used solely in further pursuit of EBJIS's purpose and goals.

Article 22: Liability

- 22.1 The liability of EBJIS is limited to its assets and Members have no personal liability for EBJIS's debts and shortfalls, beyond their membership fees. They are not personally responsible for the debts of EBJIS.
- 22.2 Executive Committee members do have the obligation to act with loyalty and diligence and, failure to do so could trigger internal liability to the Society.
- 22.3 Theoretically, internal liability grants EBJIS with a possibility to claim back from the responsible ExCom member reparation for damage caused to EBJIS, as a result of a third-party claim.
- 22.4 Annually, the General Assembly may vote a so-called "discharge" for the Executive Committee members, by which it recognizes that the management of EBJIS over the previous year, has been acceptable and that it does not intend to claim any form of liability against the Executive Committee.
- 22.5 Discharges cover only known facts, or that should have been known, by those who grant it.

Chapter VI. Amendment of the Statutes, Dissolution and Liquidation

Article 23: Amendment to the Statutes

- 23.1 Any amendment of the Statutes shall be proposed by the Executive Committee and requires approval by the General Assembly by a two-third majority.
- 23.2 Proposed changes shall be submitted to the Members no later than six weeks in advance together with the invitation for the General Assembly as contemplated in Article 9.4.

Article 24: Dissolution and Liquidation of the Society

- 24.1 The dissolution of the Society may be declared upon a resolution passed by a two-thirds majority vote of the Members attending the General Assembly meeting.
- 24.2 In case of dissolution, the remaining assets of the Society shall be donated or transferred to a charitable Institution with a similar purpose and shall not be returned to either its founders or the Members. Such Institutions should be European and duly eligible according to Swiss law.

Chapter VII. Miscellaneous

Article 25: Permanent Secretariat

- 25.1 A Permanent Secretariat may be established by the Executive Committee.
- 25.2 It shall be responsible for all administrative matters which are not handled by the Executive Committee or one of its organs and/or structures.
- 25.3 The Permanent Secretariat may be entrusted, in particular, with the following tasks:
- a) Maintaining an up-to-date list of Members (membership database),
 - b) Dealing with new membership applications,
 - c) Keeping General Assembly, Executive Meetings, or any other organ/structures records and/or meeting minutes,
 - d) The correspondence of EBJIS,
 - e) Assistance in communication and acting as a liaison between EBJIS Members and its governing bodies and/or organs and structures,
 - f) Manage all day-to-day expenses,

g) Overall support to the daily responsibilities of the Executive Committee.

25.4 The Executive Committee may entrust the Permanent Secretariat with additional tasks.

Article 26: Members projects

26.1 Members may submit to the Executive Committee, in writing, any request for a specific project stating its goal(s), structure, timeline, and necessary funding.

26.2 The Executive Committee shall analyse these projects and make a simple majority decision at the earliest convenience and may approve a dedicated budget for the project implementation.

The Statutes revision was approved by the Members attending the General Assembly meeting on 27 September 2024 in Barcelona, Spain. They replace all the previous Statutes and are in effect as of 27 September 2024.