

Internal Rules for the European Heart Network (EHN)

Article 1 - status of the internal rules

These internal rules are supplementary and subordinate to the Statutes of the European Heart Network (EHN), an international not-for-profit association registered under Belgian law. In case of contradictions between the internal rules and the Statutes of the EHN, the latter shall prevail.

Article 2 - members

Membership of the EHN is organisational rather than individual. The criteria for membership are established in article 6 of the Statutes.

In addition to the criteria set out in article 6 of the Statutes, no organisation shall be a member of the EHN if it accepts, or has accepted after 1 June 2016, or after the date of its application for EHN membership, donations, services, support or assistance (the “Restricted Activities” and each a “Restricted Activity”) from tobacco companies and/or any organisation whose main business is:

- (a) the production, marketing or sale of tobacco products in any country, other than for an insignificant or de minimis part, which we define as less than 10% of said organisation’s turnover; or
- (b) acting as the main or a significant advisor or consultant to a company that produces, markets or sells tobacco products in any country; we define significant as 25% or more of the advisor’s or consultant’s turnover,

(together, the “Restricted Parties” and each a “Restricted Party”) and membership of the EHN is conditional on each member giving an undertaking not to engage in any Restricted Activity with any Restricted Party at any time. Any breach of this undertaking by any member may result in the immediate termination of the breaching organisation’s EHN membership without notice.

The following procedures shall be followed, in receiving, considering and approving requests for membership:

- a) The EHN Brussels office shall provide a dossier on EHN membership to those organisations interested in joining. This shall include information about the Statutes and the principles for calculations of membership contributions. EHN does not use an application form, but candidates are required to provide:
 - a declaration stating that the candidate organisation:

- a. has no profit-making purpose
 - b. is a non-governmental organisation independent of political parties and economic interests
 - c. undertakes that it will not accept, and since 1 June 2016, or after the date of its application for EHN membership, has not accepted, donations, services, support or assistance from tobacco companies and/or any organisation whose main business is:
 - (a) the production, marketing or sale of tobacco products in any country, other than for an insignificant or de minimis part, which we define as less than 10% of said organisation's turnover; or
 - (b) acting as the main or a significant advisor or consultant to a company that produces, markets or sells tobacco products in any country; we define significant as 25% or more of the advisor's or consultant's turnover.
 - d. as an important part of its activities, develops, influences and/or implements policies for the promotion of cardiovascular health and prevention of cardiovascular diseases
- the latest annual report and annual audited accounts
 - proof that the organisation is legally incorporated under and according to the laws and customs of its country of origin.
- b) If the EHN Brussels office deems that the documentation provided by the candidate organisation fulfils the Statutes' requirements, it passes the application on to the Board of the EHN. If the candidate is incorporated in a country where EHN already has (a) member(s), the EHN Brussels office will inform its existing member(s) of the application.
 - c) The EHN Brussels office shall make a recommendation to the Board on the basis of the documentation and advice from existing members, if applicable. The Board will pass the application on to the General Assembly for final approval if it is contented that the candidate fulfils the Statutes' membership criteria. If the Board receives an application from a former member to re-join the EHN less than two years after the former member informed the Board of its withdrawal, the Board shall be empowered to approve the application with effect from 1 January of the following year. A decision by the Board not to pass an application does not need to be justified and there is no appeal.
 - d) At each meeting of the General Assembly, the Board shall provide a list of applications received since the previous meeting, together with background information describing the organisations concerned; and shall invite the General Assembly to approve membership.

Article 3 - regular membership contributions

Annual contributions are payable by all membership organisations.

The EHN Board can, on a case-by-case basis, waive the membership contributions for organisations. No membership organisation can have its contribution waived for more than three years. As an alternative to waiving the contribution, the Board may decide to ask the member to pay a reduced contribution over a three-year period at the end of which the member must pay its full contribution in accordance with the principles for calculating membership contributions.

The principles for calculating membership contributions (attached to the internal rules) are agreed by the General Assembly at the same time as the multi-annual financial framework. The principles for calculating membership contributions and the multi-annual financial framework are presented together with a calculation of illustrative contributions per member organisation covering the period of the financial plan. By adopting the EHN financial plan, member organisations commit themselves to contributing to the financing of the EHN in accordance with principles for calculating membership contributions.

Member organisations which have received a reminder and have not responded by the end of March shall be assumed to have resigned. The member shall be informed in writing of this sanction within three (3) months of the deadline. The obligation to pay the amount in arrears will remain. They will cease to receive any membership services and their names will be removed from the membership list.

Article 4 - rights of members

All members have the right to:

- participate in EHN's annual workshop where one person can attend free of charge (travel costs not included)
- enjoy the benefits of publications and information services provided by the EHN whether in print or electronically. This includes provision of access to the 'members only' section of the EHN website
- receive copies of the Statutes and of the internal rules of the EHN
- receive appropriate notice of all General Assemblies of the EHN, to be represented at those Assemblies and to exercise their vote
- be consulted in the preparation of EHN Position Papers
- participate in any appropriate working group, and attend EHN seminars or training sessions etc. (usually free of charge)

Article 5 - obligations of the members

Member organisations shall notify one named individual to the EHN Brussels office. This individual shall be their point of contact with the EHN Brussels office and, normally, their representative at EHN meetings. The contact person shall ensure that information concerning EHN's activities is circulated throughout their own organisation.

The representative of a member organisation shall have the power to speak and act on behalf of that organisation in respect of EHN's undertakings, policy positions etc.

The representative of a member organisation has the obligation to respect the confidentiality of internal EHN documents and website passwords.

Member organisations can appoint several individuals delineating their areas of responsibility.

Article 6 - organisational structure

The General Assembly is established as EHN's governing body (articles 9-13 of the Statutes). The General Assembly is responsible for electing a Board which has the most extended powers of policy, management and administration of the EHN. The Board is comprised of at least three (3) with a maximum of eight (8) members. Board members must be Executive Directors or equivalent of the EHN member organisations they represent (articles 15-22 of the Statutes).

The Board has three special positions: President, Vice President and Treasurer. The President of the Board is elected directly by the General Assembly. The Board appoints a Vice President and a Treasurer who shall be Board members.

The Board appoints a Director, who is not a member of the Board. The Board is authorised to delegate the daily management of the EHN, with powers to sign on behalf of the Association, to the Director. The Board determines the delegated powers and his or her salary or fees.

Article 7 - elections to the Board

Members of the Board are elected at the Annual General Assembly of three (3) years maximum, renewable without limitation, according to the following procedure:

- a preliminary notice of the meeting, giving the proposed date and venue shall be sent to member organisations three months in advance; in this preliminary notice, the EHN Brussels office shall indicate whether any (and, if so, how many) vacancies are to be filled on the Board
- the representative of any member organisation may be nominated for election to the Board, provided that the organisation's membership dues are fully paid at the time of nomination and the organisation has been an EHN member for at least 1 year before the nomination. The individual concerned must also have attended at least one General Assembly
- nominations for election to the Board must be received by the Board no later than thirty days (30) days before the General Assembly and communicated to all members of the EHN at least one week before the General Assembly; in this communication, the EHN Brussels office shall also indicate which existing members of the Board wish their names to go forward for re-election and shall invite further nominations
- in the event that there are insufficient candidates nominated by the due date to fill the vacant place(s), the President may accept further verbal nominations (according to the above criteria) at the meeting: this discretion may not be exercised if sufficient names have been received by the notified closing date

In the event that any member of the Board resigns during his or her period of office, the Board can replace him/her in the course of a financial year by co-optation. The Board shall seek to co-opt an individual from the member organisation represented by the outgoing Board member. The co-opted member will serve until the next General Assembly.

Board members can be removed from office by the General Assembly at any time.

See also the general principles for composition of the Board.

Article 8 - consultation on major policy positions

A key objective of the EHN is advocacy and lobbying to influence European policy makers in favour of a heart-healthy lifestyle in accordance with article 4 of the Statutes.

To help in the task of major policy development, the Board must establish expert groups to assist the EHN in developing evidence-based position papers. Members of the Expert Groups are appointed by the Board. Members of the EHN are invited to propose experts when renewal of group is deemed necessary or desirable.

The EHN Brussels office shall convene meetings of the expert groups when a major new policy paper is needed.

In addition to the production of policy papers, the EHN Brussels office shall commission research on issues that are up and coming in the EU (e.g. Commission work plan).

Once the research is accomplished, the EHN Brussels office shall circulate it, with proposed policy recommendations, to all members for consultation. The members must respect the deadlines for consultation. A revised version will be sent out for final approval and adoption as an official EHN position paper.

On specific highly technical matters (e.g. nutrient profiles), the EHN Brussels office will rely on advice from the expert groups or individual members of the expert groups.

The object of the consultation exercise is to achieve agreement by consensus on position papers that most EHN members will feel happy to support. The Board must seek to ensure consensus or broad support. If the Board doubts that it can achieve this, it may decide to halt the process.

Article 9 - financial regulations

The EHN raises its core funds amongst its members according to decisions made by the General Assembly.

The EHN, represented by the Board, may receive grants, donations and loans from the institutions of the European Union, foundations and others, provided that it does not affect its independence.

The Board shall open such bank accounts as are necessary for the good conduct of the EHN's business, and shall authorise the Director to act as signatories as appropriate.

The Board shall prepare accounts and budgets for submission to the General Assembly, as required in article 23 of the Statutes.

Article 10 - notices

Wherever the Statutes or the internal rules refer to notices or documents etc. which need to be distributed to member organisations, this shall mean any of the following means of written communication: letter, fax or e-mail. All members must receive notices, documents etc. by the same means.