

# Vasco da Gama Movement

# Constitution

# Adopted on 21/10/2015 at the VdGM Council Meeting held at the 2015 WONCA Istanbul Preconference

# Article 1: Name, description, logo, address and language

- **1.1.** The official name of the Organization is 'Vasco da Gama Movement' (VdGM). This name was selected at the January 2004 Constitutional meeting in Lisbon.
- **1.2.** VdGM is the European Organization for 'New and Future General Practitioners / Family Physicians' (NFGPs/FPs) under the aegis of WONCA Europe (European Region of the World Organization of Family Doctors). VdGM has a unique role in representing and advocating for NFGPs/FPs in Europe.
- **1.3.** The official logo of the Organization is displayed at the head of the VdGM Constitution and consists of a blue ship sailing under nine yellow stars, complemented by the WONCA globe, and with the name Vasco da Gama Movement underneath. This is the only permissible logo and no modifications may be made. Only the following individuals may use the VdGM logo for promotion of VdGM in their respective countries: -
  - **1.3.1.** VdGM Executive Members.
  - **1.3.2.** VdGM Council Members.
  - **1.3.3.** VdGM Hippokrates National and Regional Exchange Coordinators.
- **1.4.** The email address of VdGM is <u>info@vdgm.eu.</u>
- **1.5.** The official language of VdGM is English; all publications shall be in English and all meetings shall be conducted in English.

# Article 2: Participation, fees and benefits

- **2.1.** VdGM is a network of European NFGPs/FPs and welcomes participation of anyone who wishes to be involved.
- **2.2.** There are no membership fees or dues for those NFGPs/FPs participating in VdGM. Membership fees are paid to WONCA Europe by National representative organizations; an annual grant is provided to VdGM by WONCA Europe.
- **2.3.** Only those who are within five years of completion of specialist training (from the date of awarding of a certificate of specialisation by the appropriate national awarding body) are eligible to participate in Hippokrates exchanges, enter the VdGM Junior Research Award, apply for VdGM Bursaries or Awards, and avail of any other similar material benefits as may be determined from time to time by the VdGM Executive. The date of awarding of any benefit is the date on which the calculation of five year eligibility shall take place.

## Article 3: Aims and objectives

**3.1.** The **aims** of VdGM are to: -

- **3.1.1.** Provide opportunities for all European NFGPs/FPs to meet, learn from each other, and gain collegiate support.
- **3.1.2.** Be the voice of European NFGPs/FPs.
- **3.1.3.** Improve education and research opportunities for NFGPs/FPs in Europe.

- **3.1.4.** Promote the discipline of general practice / family medicine (GP/FM) and to enhance the position of NFGPs/FPs in the medical world.
- 3.2. The objectives of VdGM are to: -
  - 3.2.1. Organize or co-organize meetings including: -

**3.2.1.1.** A Preconference meeting which takes places immediately prior to each WONCA Europe regional conference.

- **3.2.1.2.** An annual VdĜM Forum.
- **3.2.2.** Provide a communications framework to support European NFGPs/FPs with the purposes of: -
  - **3.2.2.1.** Facilitating the identification of their concerns, doubts and needs.
  - **3.2.2.2.** Helping address those identified concerns, doubts and needs.
- **3.2.3.** Publish newsletters and other articles and materials in various media formats about VdGM.
- **3.2.4.** Collaborate with: -
  - **3.2.4.1.** National Colleges and Associations of GP/FM.
  - **3.2.4.2.** International GP/FM organizations.
  - **3.2.4.3.** Student organizations.
- **3.2.5.** Promote, encourage and facilitate the formation of national representative structures for NFGPs/FPs.
- **3.2.6.** Raise the profile of VdGM and be represented at international meetings.
- **3.2.7.** Evaluate and encourage improvement in quality standards and the overall quality of training programmes for GP/FM.
- **3.2.8.** Gather and disseminate information on training programmes, research opportunities and other activities for NFGPs/FPs.

## **Article 4: Collaborations**

- **4.1.** VdGM welcomes collaboration with organizations where there are mutually beneficial interests.
- **4.2.** Collaborations shall be guided and governed by an agreed written Memorandum of Understanding (MoU) between VdGM and any collaborating organization.
- **4.3.** During preparation of a MoU, the interests of VdGM will be represented by the VdGM Executive.
- **4.4.** The decision for VdGM to enter into a formal collaboration by way of an MoU between VdGM and a collaborating organization must be approved by a simple majority of VdGM Executive members. In the event of a tied vote, no collaboration shall be entered into.
- **4.5.** Where a collaboration is entered into, VdGM will appoint a designated Liaison who will report on a regular basis to a member of the VdGM Executive.
- **4.6.** Terms of collaboration between VdGM and WONCA Europe Organizations are detailed in the paper approved by WONCA Europe at the WONCA Europe Council meeting which took

place during the 2006 WONCA Europe Conference in Florence, Italy.

# Article 5: Representation and terms of office

- **5.1.** Only national representative organizations of GP/FPs of a country which is a Full Member or Associate Member of WONCA Europe may be represented on the VdGM Council. In the event that there is more than one national representative organization of GP/FPs of a country entitled to have VdGM Council representation, a single national representative to VdGM should be agreed; each country may have only one representative on the VdGM Council.
- **5.2.** For elected or appointed representatives of VdGM, including but not limited to members of the VdGM Executive and Council, National Exchange Co-ordinators (NECs) and Regional Exchange Co-ordinators (RECs), and the 'VdGM-Appointed Member at Large in the WONCA Europe Executive Board' (VdGM MALWEB), but excluding the office of President, a standard term of appointment is for a three year period.
- **5.3.** The standard term of appointment to the office of President shall be for four years and shall consist of one year as President Elect, two years as President, and one year as Immediate Past President.
- **5.4.** A representative or appointee may stand for election or be appointed for more than one term, with a maximum of two consecutive standard terms of office.
- **5.5.** A representative or appointee may only serve as President on one ocassion.
- **5.6.** All those representating VdGM in an official capacity, including but not limited to members of the VdGM Executive and Council, NECs, RECs and the VdGM MALWEB, must, on the date of their election or appointment, be within five years of completion of specialist training calculated from the date of awarding of a certificate of specialisation by the appropriate national awarding body.
- **5.7.** Every effort shall be made to have at least 25% male and 25% female representation in the VdGM Council, amongst the cohort of NECs and RECs, and in particular and of most significance, on the VdGM Executive.

# Article 6: Structure of VdGM

## 6.1. The VdGM Council

- **6.1.1.** The VdGM Council is the governing body of VdGM, makes decisions about strategy, policy, direction and the Constitution, and gives direction to and holds the Executive accountable for acting in the best interests of VdGM.
- **6.1.2.** Council Members are National Delegates appointed or elected by national representative organizations of Full or Associate Member countries of WONCA Europe.
- **6.1.3.** When a Council vacancy arises, the VdGM Secretary will within 30 days make a written request to the respective WONCA Europe member country to fill that vacancy with a new National Delegate.
- **6.1.4.** A WONCA Europe member country may at its discretion replace a VdGM National Delegate Council Member by informing the VdGM Secretary in writing.

## 6.2. The VdGM Executive

**6.2.1.** The VdGM Executive is the body tasked with day to day running of VdGM and is charged with responsibility for: -

- **6.2.1.1.** Enacting decisions of the VdGM Council.
- **6.2.1.2.** Upholding the VdGM Constitution.
- **6.2.1.3.** Fulfilling the aims and objectives of VdGM including arranging and preparing Executive and Council meetings, Preconferences and Forums, and ensuring that Theme and Special Interest Groups are supported and encouraged.
- **6.2.1.4.** Engaging with external bodies in the interests of VdGM.
- **6.2.1.5.** Providing regular reports to the VdGM Council.
- **6.2.1.6.** Appointing a Manager for each Preconference and approving the Chairperson of the Organising Committee for each Forum.
- **6.2.1.7.** Engaging with and ensuring there is at all times a 'VdGM-Appointed Member at Large in the WONCA Europe Executive Board' (VdGM MALWEB); the criteria and method of filling this position shall be at the discretion of and determined from time to time and as requried by the Executive and published on the VdGM website.
- 6.2.2. The VdGM Executive shall consist of: -
  - **6.2.2.1.** The President.
  - 6.2.2.2. A President Elect *or* Immediate Past President.
  - **6.2.2.3.** The Secretary.
  - 6.2.2.4. The Treasurer.
  - **6.2.2.5.** A maxium of six other voting members which shall include Liaisons to the Theme Groups and a Liaison to Special Interest Groups and other WONCA Groups.
  - **6.2.2.6.** The VdGM-Appointed Member at Large in the WONCA Europe Executive Board in a non-voting capacity.
  - **6.2.2.7.** Other non-voting members that the Executive may from time to time invite to join the Executive in a advisory capacity or in relation to managing meetings.
- **6.2.3.** Members of the VdGM Executive shall communicate with each other in a timely and efficient manner.

#### 6.3. Theme Groups

- **6.3.1.** There shall be a number of Theme Groups which at all times will include Theme Groups on Research, Education and Training, Exchange and Image.
- **6.3.2.** Other Theme Groups may be dissolved or created by a simple majority vote of the VdGM Council.
- **6.3.3.** Participation in Theme Groups is open to anyone who may be interested.
- **6.3.4.** Each Theme Group will have a Liaison to the VdGM Executive.
- **6.3.5.** The core activities of VdGM shall take place under the auspices of the Theme Groups.
- **6.3.6.** Theme Groups will present their work at the VdGM Annual General Meeting.

#### 6.4. Special Interest Groups

**6.4.1.** Special Interest Groups may be created and dissolved by a simple majority vote of the VdGM Executive.

- **6.4.2.** Participation in Special Interest Groups is open to anyone who may be interested.
- **6.4.3.** Each Special Interest Group will have a lead who will provide a written report once a year to the Exective Liaison for Special Interest Groups.
- **6.4.4.** Special Interest Groups will be invited to present their work at the VdGM Annual General Meeting.
- **6.4.5.** SIGs are encouraged to send abstracts to conferences organised by WONCA Europe, its member organizations and networks.

## **Article 7: Roles and responsibilities**

#### 7.1. The President

- 7.1.1. The President shall: -
  - **7.1.1.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.1.1.2.** Be answerable to the Executive and Council.
  - **7.1.1.3.** Give direction and leadership to VdGM including the Executive and Council.
  - **7.1.1.4.** Chair meetings of the Executive and VdGM Council.
  - 7.1.1.5. Represent VdGM.
  - **7.1.1.6.** Be primarily responsible for setting the agenda of Executive and Council meetings.
  - **7.1.1.7.** Endeavour to ensure the Executive acts in a cohesive and productive fashion.
  - **7.1.1.8.** Delegate tasks and responsibilities where necessary.
  - **7.1.1.9.** Carry out all other duties that may be required from time to time in fulfilling the role of President.

#### 7.2. The President Elect / Immediate Past President

- **7.2.1.** The President Elect shall endeavour to grow into the role of President.
- **7.2.2.** The Immediate Past President shall support and provide counsel to the President and endeavour to ensure continunity within the Executive.
- 7.2.3. The President Elect / Immediate Past President shall: -
  - **7.2.3.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.2.3.2.** Be answerable to the Executive and Council.
  - **7.2.3.3.** In the event that the President is unavailable or incapacitated, perform any and all duties that may be required to provide continuity to the role of President until such time as the President is available or no longer incapacitated. This may include chairing meetings, representing VdGM and putting in place measures to address extraordinary circumstances.
  - 7.2.3.4. Support the President during the two year term of office.
  - **7.2.3.5.** Shall carry out all other duties that may be required from time to time in fulfilling the role of President Elect or Immediate Past President.

#### 7.3. The Secretary

- **7.3.1.** The Secretary shall: -
  - **7.3.1.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.3.1.2.** Be answerable to the Executive and Council.
  - **7.3.1.3.** Be responsible for VdGM paperwork.
  - **7.3.1.4.** Arrange the agendas for and keep minutes of Executive and Council meetings.
  - **7.3.1.5.** Publish minutes of Executive and Council meetings.
  - **7.3.1.6.** Archive and distribute accordingly any internal/external mail.
  - **7.3.1.7.** Undertake any other duties as assigned by the Executive Group or that may be necessary in fulfilling the role of Secretary.

## 7.4. The Treasurer

- **7.4.1.** The Treasurer shall: -
  - **7.4.1.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.4.1.2.** Be answerable to the Executive and Council.
  - **7.4.1.3.** Act under the direction of the Executive.
  - **7.4.1.4.** Keep or cause to be kept adequate and proper accounts of the property and funds of the Organization.
  - **7.4.1.5.** Deposit or cause to be deposited all monies and other valuables in the name of, and to the credit of the Organization, with such deposits as may be designated by Executive Group.
  - **7.4.1.6.** Disburse or cause to be disbursed the funds of the Organization as may be mandated by Executive Group.
  - **7.4.1.7.** Render to Executive Group and VdGM Council, whenever they so request, an account of all the transactions as Treasurer and of the financial state of the Organization.
  - **7.4.1.8.** Analyze possible sources of funding.
  - **7.4.1.9.** Submit an annual financial report, approved by VdGM Executive, to the WONCA Europe Executive Committee.
  - **7.4.1.10.** Submit a quarterly financial report to the Executive.
  - **7.4.1.11.** Undertake any other duties as assigned by the Executive Group or that may be necessary in fulfilling the role of Treasurer.

#### 7.5. Theme Group (TG), Special Interest Group (SIG), and Collaborative Liaisons

- 7.5.1. The Theme Group and Special Interest Group Liaisons shall: -
  - **7.5.1.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.5.1.2.** Be answerable to the Executive and Council.
  - **7.5.1.3.** Be responsible for communications between the the VdGM Executive and relevant TG or SIG.
  - **7.5.1.4.** Monitor activity within the relevant TG or SIG.
  - **7.5.1.5.** Provide a written report on TG or SIG activity to the VdGM Executive three times a year.
  - **7.5.1.6.** Ensure that an up-to-date register of active participants is maintained.

#### 7.5.2. Collaborative Liaisons shall: -

- **7.5.2.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
- **7.5.2.2.** Be answerable to the Executive.
- **7.5.2.3.** Provide a written report on collaborative interactions to the VdGM Executive once a year.

#### 7.6. National and Regional Exchange Coordinators (NECs / RECs)

- 7.6.1. National and Regional Exchange Coordinators shall: -
  - **7.6.1.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.6.1.2.** Be appointed in writing by their respective National Delegate.
  - **7.6.1.3.** Be responsible for working with the Exchange Liaison to promote and administer the Hippokrates Exchange Programme.

### 7.7. Preconference Manager and Chairperson of the Forum Host Organising Committee

- **7.7.1.** The Preconference Manager and Chairperson of the Forum Host Organising Committee shall: -
  - **7.7.1.1.** At all times seek to uphold the VdGM Constitution and act in the best interests of VdGM.
  - **7.7.1.2.** Be appointed by and approved by the VdGM Executive respectively.
  - **7.7.1.3.** Be responsible for organising the Preconference and Forum respectively and liaising with the VdGM Executive regularly and as required.
  - **7.7.1.4.** Ensure that financial decisions are taken only after consultation with the VdGM Executive and specificially with the Treasurer.
  - **7.7.1.5.** Work closely with other Preconference Managers and Forum Organising Committee Chairs to ensure there is retention of experience and knowledge within VdGM.
  - **7.7.1.6.** Prepare post-meeting reports for the VdGM Executive within three months of the event.

## **Article 8: Meetings**

## 8.1. VdGM Council Meetings

- **8.1.1.** Council Meetings shall be of two types; Ordinary Council Meetings will be held at least once a year and Extraordinary Council Meeings may only be called by the Executive only in exceptional circumstances.
- **8.1.2.** In the event that exceptional or extraordinary circumstances exist such that it is not possible to wait until the next anticipated Ordinary Council Meeting, a vote by a two thirds majority of the entire membership of the Executive is required in order for an Extraordinary Council Meeting to be called.
- **8.1.3.** Council Meetings will be arranged by the Secretary.
- **8.1.4.** For Ordinary Council Meetings, a minimum of 90 days notice will be given in writing to Council Members.

- **8.1.5.** For Extrordinary Council Meetings, a minimum of 30 days notice will be given in writing to Council Members.
- **8.1.6.** The secretary will record minutes of each Council Meeting in English and circulate minutes to each Council Member no more than thirty days after the Council Meeting.
- 8.1.7. The agenda for Council Meetings shall: -
  - **8.1.7.1.** Be prepared by the Secretary with matters for the agenda from Council members to be received in writing by the Secretary by email not less than 30 days prior to the Council Meeting.
  - **8.1.7.2.** Be circulated in writing by email to Council Members by the Secretary not less than two weeks before the Council Meeting.
  - 8.1.7.3. For Ordinary Meetings consist of the following standard items: -
    - **8.1.7.3.1.** Minutes from previous Council Meeting with a vote on the minute by those members who attended the Council Meeting to which the minutes refer.
    - **8.1.7.3.2.** Matters arising from the minutes.
    - **8.1.7.3.3.** Important correspondence.
    - **8.1.7.3.4.** A vote on the Council Meeting agenda.
    - **8.1.7.3.5.** Listed items of business.
    - **8.1.7.3.6.** Any other business.
    - 8.1.7.3.7. Adjournment.
  - **8.1.7.4.** In the event of an Extraordinary Council Meeting (ECM), be a single item agenda to address the extraordinary circumstance which required such an ECM to be called.

#### 8.2. Ordinary Council Meetings: -

- **8.2.1.** Shall be held in parallel to the Preconference which takes place in advance of the WONCA Europe annual conference.
- **8.2.2.** May be called at any other time by the Executive.
- **8.2.3.** May be attended by non-voting Observors at the discretion of and invitation by the VdGM Executive. Observers will have the privilege of speaking to the floor but have no voting rights.
- **8.2.4.** Shall be chaired by the President, or if the President is incapacitated or unavailable, by the Immediate Past President, President Elect, Treasurer, or Secretary in that order. If none of the aforementioned are present, the Council Members present shall temporarily elect from their number a Member to chair the meeting.
- **8.2.5.** Shall require a quorum of not less than half the total number of Council Members to be present to proceed.
- **8.2.6.** In the event that a quorum of Council Members is not present at the scheduled time of the meeting, the meeting chair shall adjourn proceedings for thirty minutes before reconveening. If after thirty minutes a quorum is still not present, the meeting shall be further adjourned for sixty minutes before reconveening. If after this second adjournment a quorum is not present, the meeting shall be abdandoned to be rescheduled.
- **8.2.7.** In the event that a Council Meeting is abandoned as a consquence of a quorum not

being present, the Executive may at its discretion arrange for a secure electronic vote to be taken for the purposes of electing new Members to the Executive or transacting any other items from the agenda which would otherwise necessitate the calling of an ECM.

## 8.3. Extraordinary Council Meetings: -

- **8.3.1.** Shall be chaired by the President, or if the President is incapacitated or unavailable, by the Immediate Past President, President Elect, Treasurer, or Secretary in that order. If none of the aforementioned are present, the Council Members present shall temporarily elect from their number a Member to chair the meeting.
- **8.3.2.** Shall require a quorum of not less than two thirds of the total number of Council Members to be present to proceed.
- **8.3.3.** In the event that a quorum of Council Members is not present at the scheduled time of the meeting, the meeting chair shall adjourn proceedings for thirty minutes before reconveening. If after thirty minutes a quorum is still not present, the meeting shall be further adjourned for sixty minutes before reconveening. If after this second adjournment a quorum is not present, the meeting shall be abdandoned.
- **8.3.4.** In the event that an Extraordinary Council Meeting (ECM) is abandoned as a consquence of a quorum not being present, the Executive may collectively act as it believes to be in the best interests of VdGM, provided that any action taken is both undertaken with the unanimous agreement of all Executive Members and Council Members are informed in writing by email of any such actions within seven days. This may include arranging a secure electronic vote amongst Council members. In this case a quorum of not less than two thrids of the total number of Council Members is requried for a vote to be valid.

#### **8.4.** The VdGM General Meeting

- **8.4.1.** An open VdGM General Meeting shall take place annually during the WONCA Europe Conference.
- **8.4.2.** The President will give a presentation on activities and future plans of VdGM.
- **8.4.3.** Each Theme Group will give a presentation on activities and future plans.
- **8.4.4.** The Special Interest Group (SIG) Liaison will coordinate presentations on activities and future plans of the SIGs.

#### 8.5. Executive Group Meetings

- **8.5.1.** The Excutive will hold regular remote meetings during the year.
- **8.5.2.** The Excutive will endeavour to meet in person at least twice a year, including once during the WONCA Europe Conference and if possible during a second to take place at the time of the VdGM Forum.

## Article 9: Vacancies, elections and voting

9.1. Death, resignation or incapacity

- **9.1.1.** In the event of the death, resignation, incapacity or ineligibility for office of the President, either the President Elect or Immediate Past President shall assume the office of President. In the event of the death, resignation, incapacity or ineligibility for office of the President Elect, or if the President Elect or Immediate Past President should become President during their term as President Elect or Immediate Past President, then the VdGM Council shall elect another President Elect in such a manner as is outlined below under 9.1.2. to 9.1.5.
- **9.1.2.** The Secretary shall in writing by email both call for nominations from Council Members for the position of President Elect and at the same time inform Council Members that there will be an election by electronic vote by members of the VdGM Council to be held 56 days after the closing of nominations.
- **9.1.3.** The Secretary shall circulate in writing by email to Council Members the names and Curriculum Vitae of those so nominated no later than 28 days after the closing of nominations.
- **9.1.4.** The Secretary shall conduct the vote by secure electronic means.
- **9.1.5.** The Treasurer, or in the case that s/he be one of the nominees for the position, a member of the Executive who is not a nominee, appointed by the Executive, shall act as scrutineer for the election and shall declare the successful candidate elected.
- **9.1.6.** In the event of the death, resignation, incapacity or ineligibility for office of the Secretary or the Treasurer, the Executive shall within 30 days of such offices becoming vacant, appoint a suitable replacement to carry out the duties of the post until the earliest possible opportunity at which a replacement can be elected by the Council.
- **9.1.7.** In the event of the death, resignation, incapacity or ineligibility to continue to hold office of any other Executive Member, the Executive shall within 60 days of such offices becoming vacant appoint a suitable replacement to carry out the duties of the post (with all the attendant rights and responsibilities) until the earliest possible opportunity at which a replacement can be elected by the Council.

#### 9.2. Executive vacancies and elections

- **9.2.1.** Elections will take place as required at Ordinary Council Meeings to fill vacancies as they arise on the Executive.
- **9.2.2.** Existing Executive Members who at the next Ordinary Council Meeting will reach the end of their term of office, should, not less than 180 days before the Council Meeting, inform the Secretary in writing by email of their intenion to either stand for re-election (should they be eligible) or to stand down.
- **9.2.3.** Should there be vacancies on the Executive, the Secretary will inform National Delegates not less than 120 days before a Council Meeting of these vacancies and seek expressions of interest.
- **9.2.4.** National Delegates, as VdGM Council Members, may seek election to any vacant Executive position. They may do so by informing the Secretary in writing by email of their intention to seek election not less than 30 days in advance of the Council Meeting during which the election will take place.

- **9.2.5.** Vacanices shall also be advertised on the VdGM website, and anyone providing the following documentation and meeting the listed may seek election to a vacancy on the Executive: -
  - **9.2.5.1.** From the invididual, a written expression of interest in seeking election;
  - **9.2.5.2.** A letter of support from his/her country's National Delegate;
  - **9.2.5.3.** A letter of support from his/her GP/FP Association;
  - **9.2.5.4.** Two additional letters of support from other GPs/FPs who are active members of either VdGM or WONCA Europe;
  - **9.2.5.5.** The written application and the four letters of support must be sent to the Secretary no later than four weeks before the annual Council meeting;
  - **9.2.5.6.** As per articles 5.1 and 5.6 of the VdGM Constitution, they must come from a country which is a Full or Asociate Member of WONCA Europe and they must be within within five years of completion of specialist training on the day the election will take place.

### **9.3.** Elections and voting

- **9.3.1.** With the exception of a vote on dissolution of VdGM, all decisions for which there is a vote or ballot will be by simple majority vote. In the event of a tied vote, repeat rounds of voting will be held until the motion is either passed or defeated.
- **9.3.2.** For elections to the Executive Group, Council members will be elected by ballot from the VdGM Europe Council by simple majority at an Ordinary Council Meeting. If there are three or more candidates standing for election to a vacant position, and no one candidate receives a simple majority in the first ballot, then a second ballot shall be taken between the two candidates who received the highest number of votes in the first ballot. If there is a tie for second place the candidate receiving the highest numbers and those tying for second place shall be included in the second ballot, and the balloting shall continue until such time as a candidate is deemed elected by simple majority.
- **9.3.3.** VdGM Europe Council members have to be present in person to be able to use their vote unless they have arranged not less than four weeks in advance to participate by electronic ballot or have authorized a proxy to cast a vote on their behalf. Participation by electronic ballot is at the discretion of the VdGM Executive.
- **9.3.4.** A VdGM Europe Council member who is unable to attend a Europe Council meeting may authorize another VdGM member from his/her own country to represent him/her at that Council Meeting. A letter of proxy must be received by the Secretary no less than four weeks in advance of the Council Meeting. Along with the letter of proxy must be a letter of support from the national society / organization.

## **Article 8: Financial Matters**

- **10.1.** The Treasurer shall be responsible for maintaining in good order all financial affairs, accurate records and accounts of VdGM.
- **10.2.** The VdGM Executive shall be collectively responsible for decisions regarding financial affairs will be discussed and taken by the Executive Group.
- **10.3.** Accepting or raising funds in the name of VdGM from or by third parties will not be allowed without prior approval of the Executive Group.

**10.4.** The report of the Treasurer will be approved by the Europe Council at the annual meeting.

## **Article 11: Publications**

- **11.1.** Books, manuscripts, publications, letters and audiovisual material or computer material to be published and/or distributed in the name of VdGM in any manner whatsoever require prior approval of the VdGM Executive.
- **11.2.** Except where otherwise noted, all materials distributed by VdGM (including but not limited to documents, texts, images, photos, audio and video) shall be licensed under a Creative Commons Attribution-Non-Commercial-Share Alike 4.0 International License.
- **12.1.** Proposed revision(s) to or amendment(s) of the VdGM Constitution must be submitted in writing by email to the Secretary a minimum of 90 days in advance of any Council Meeting.

# Article 13: Adoption of revisions or amendments to the Constitution

- **13.1.** Council members must be notified in writing by email of the final text of any proposed revision(s) of or amendment(s) to the VdGM Constitution by the Secretary a minimum of 60 days in advance of the Council Meeting at which any proposed revision(s) or amendment(s) will be voted upon.
- **13.2.** A two-thirds majority vote in favour of adoption of any proposed revision(s) of or amendment(s) to the VdGM Constitution by Council members in attendance at a properly consituted Council meeting is required for adoption of any proposed Amendment(s).

## **Article 14: Dissolution**

- **14.1.** A decision to dissolve the Organization shall require a two-thirds majority decision of the full Council membership at a Extraordinary Council Meeting convened for the sole purpose of voting on the dissolution of VdGM.
- **14.2.** Following the dissolution of VdGM, the Treasurer shall discharge any and all outstanding liabilities. Any surplus assets shall be returned to the WONCA Europe Executive with an express provision that the surplus funds so returned shall be used for the support and advancement of scientific and educational activities of European NFGPs/FPs.