



# Bye-Laws of the European Oncology Nursing Society

## 1. MEMBERSHIP

1.1 The Society consists of:

- full members
- associate members
- honorary members
- patrons (sustaining members)

1.2 Full membership is restricted to:

- national oncology nursing societies
- individual oncology nurses
- pan-European specialist nursing groups involved in cancer care

1.3 Associate membership is reserved for:

- national specialist nursing groups involved in cancer care.
- institutions and organisations involved in cancer care.
- students undertaking an educational programme which leads to registration as a nurse.

1.4 Honorary membership may be conferred on individuals in recognition of their distinguished contribution to cancer nursing.

1.5 Patrons (sustaining members) are organisations, companies or individuals who do not meet the criteria for other categories of membership but who are willing to support the goals and objectives of the Society.

1.6 Members shall give an undertaking to comply with the Constitution and the Bye-Laws of the Society.

1.7 Any society applying (or reapplying) for full or associate membership will be asked to supply EONS with a copy of its membership list and will supply an updated list of its members on each subsequent year of its membership when payment of its annual or biannual fees becomes due. Membership of the Society is contingent upon compliance with this requirement.

1.8 Membership lists will only be used by the Society to calculate its total *de facto* membership and for the communication of EONS news and events. This information will not be used for commercial purposes or distributed to other organisations. In the unlikely event that a complete membership list is not available, the society seeking membership (or renewal) of its EONS membership must make alternative arrangements to ensure that EONS information is effectively distributed to its members.

1.8 Any full member of the Society (i.e. an individual member or the member of a society holding full EONS membership) is eligible to stand for and hold office within the Society or to nominate and/or second another person for election to such an office. Full member societies may also nominate or second a candidate of their choice for election to any office within EONS.

1.9 Honorary members, patrons and associate members are not eligible to hold positions on the Executive Board, cannot serve on permanent committees and do not have voting rights.

## **2. STRUCTURE OF THE SOCIETY**

2.1 The Society is governed by its full members.

2.1.1 Full members are empowered to: -

- nominate, elect and dismiss the members of the Executive Board
- approve the strategic plans as proposed by the Executive Board
- approve changes to the Constitution
- approve the financial statement presented by the Treasurer
- nominate and elect the recipients of awards
- nominate and elect honorary members of the Society
- approve the annual membership fee
- dissolve the Society

2.1.2 Individual, honorary and associate members (including members of EONS member societies) may attend the Society's General Meeting under the chairmanship of the President and in his or her absence, the Past-President at least once a year at ECCO or the Society's Spring Convention. Observers who do not fit into the above categories are also allowed at this public meeting.

2.1.3 The agenda and formal notice of General and/or Advisory Council meetings will be posted on the EONS website by the Secretary at least four weeks prior to the date of any such meeting inviting eligible members / observers to attend.

2.1.4 The reports of the General Meeting will be published on the EONS website.

### **2.2 Advisory Council**

The Advisory Council shall be composed of one (1) representative of each national oncology nursing society together with the chairperson of any of the Society's ad-hoc committees. The role of the Advisory Council is to advise the Executive Board on policy and the strategic development of the Society. A meeting of the Advisory Council will take place each year. Individual members may attend Advisory Council meetings as non-voting observers, but EONS is unable to meet either their expenses or those of national oncology society representatives.

### **2.3 Executive Board**

The Executive Board shall conduct the affairs of the Society in accordance with the policies determined by the members and the Advisory Council. The responsibilities and duties of the Executive Board are outlined in Standing Operation Procedures and the EONS document entitled: *Responsibilities of the Executive Board*.

2.3.1 The Executive Board is composed of a President, Past-president and President-elect, a Secretary, Treasurer and four members-at-large.

2.3.2 Ideally the Presidents of the Society should be from different countries.

2.3.3 The Executive Board shall be the Trustees of the Society.

2.3.4 The Executive Board is empowered to: -

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*cont'd*
- plan the strategic development of the Society in consultation with the Society's Advisory Board
  - implement any strategies thus derived
  - oversee all aspects of the Society's activities including fund-raising,

- budgetary, fiscal, educational, research, administrative and lobbying activities, and enter into collaborative arrangements with other like-minded organisations in pursuance of the Society's aims and objectives
- receive reports from the chairpersons of permanent, working and ad-hoc committees, Treasurer, Secretary and other post holders nominated or appointed by the board
  - appoint an Executive Director (who will not be a member of the Executive Board) to manage the 'day to day' activities of the Society and further its aims and objectives under the direction of the Executive Board
  - agree the job-description, term(s) of office and remuneration of the Executive Director and any other person employed by the Society.

## 2.4. **Working Committees**

2.4.1 Six working committees are responsible for the EONS strategy and other activities:

- Communication
- Political agenda
- Research
- Education
- Accreditation
- News team

Each committee is presided by a chairperson appointed by the Executive Board for the period of two years. The Chairman of each committee shall provide a written report of the committee's activities for each Executive Board meeting and shall prepare an annual report to present to the General Meeting. The Society will provide administrative and financial support for its permanent committees.

## 2.4.2 **Permanent Committees**

## 2.4.3 **Bye-Laws Committee**

The Bye-Laws Committee shall be responsible for drawing up and revising the Constitution and Bye-Laws of the Society. The Bye-laws Committee shall be composed of two Executive Board members. Membership of the committee shall, wherever possible be restricted to those who have exhibited a special interest in formulating the rules of a society and skill in the drafting of bye-laws. The Bye-Laws Committee shall be authorised to have one or more of its members consult an attorney to secure information and advice about any legal requirements to be taken into account in drawing up the Constitution and Bye-laws of EONS.

## 2.4.4 **Nominating Committee**

The Nominating Committee shall be appointed by the Executive Board. The members of the committee shall be two Executive Board members. The President shall not be a member of this committee (ex-officio or otherwise). The nominating committee is charged with defining criteria for various nominations, issuing a call for nominations, directing voting procedures and announcing election results. Members of the Nominating Committee shall not be barred from becoming nominees for office themselves.

## 2.4.5 **Membership Committee**

The Membership Committee shall be composed of two Executive Board members. The Membership Committee shall evaluate and advise the Executive Board on applications for membership.

## 2.4.6 **Finance**

The Executive Board shall have oversight and responsibility for the financial affairs of the Society and will establish the Society's annual budget and reserves at the start of each financial year (commencing 1<sup>st</sup> April 2007). It will also formally approve the Society's annual report and accounts and ensure that rigorous procedures are in place for the segregation of duties in respect of its financial affairs. To this end, the Executive Board will be empowered to commission professional financial and legal support where necessary, and will receive an updated financial report from the Treasurer at each Board meeting. The Executive Board will, in conjunction with the Society's Treasurer and other nominated board members or professional advisors, prepare the Society's annual accounts and be responsible for updating and renewing the regulations of the Society in respect of its financial affairs.

## **2.5 Ad-hoc Committees and projects**

2.5.1. The Executive Board shall establish ad-hoc committees to undertake projects as the need arises. Projects proposals and projected budgets should be submitted to the executive board on the official project template for approval. The project needs to be approved by the executive board and members of the projects shall be appointed by the Executive Board. Individuals who are not members of the Society, but who possess knowledge or expertise relevant to the work of an ad-hoc committee may be co-opted onto the committee for a defined period of time. These individuals do not need to be a registered nurse.

2.5.2 The Society will provide administrative and financial support for its ad-hoc committees. The Chairperson of each ad-hoc committee shall provide a written report of the committee's progress for each Executive Board meeting and shall prepare an annual report to present to the general meeting.

## **3. MEETINGS OF THE SOCIETY**

3.1 An extraordinary meeting of the Society will be called within 8 weeks on receipt by the President of such a request, signed by at least thirty members, unless a meeting is due to be held within 12 weeks of the President receiving such a request.

3.2 The request for the extraordinary meeting will state specifically the business for which the meeting is to be called in the form of a resolution for debate. No other matters will be discussed.

3.3 If the request for an extraordinary meeting is denied the President must inform the general membership of the request and of the reasons for denial.

3.4 Not less than four weeks notice of a special meeting will be given to all members.

## **4. REPRESENTATION AND QUORUM**

4.1 The Executive Board members are normally required to attend all Board meetings but at least 66% of the Board (including at least 2 Honorary Officers) should be present for the board to be quorate.

4.1.2 If an Executive Board member is unable to attend a meeting of the Executive Board, he/she must inform the President in writing giving the reasons why.

4.1.3 Ad-hoc replacement of Executive Board members shall not be allowed.

- 4.2 Ad-hoc replacement of Advisory Council members at meetings of the Advisory Council is only possible if the President is informed in writing prior to the meeting.

## **5. ELECTIONS**

- 5.1 Individual members will have one vote.
- 5.2 National cancer nursing societies may have up to 5 postal votes depending upon authorised membership numbers at the rate of one vote per 500 members. Voting is normally conducted by post. But where a vote is taken in an open meeting, there should be one person present from each member society per 500 members for each vote cast.
- 5.3 Any vacancy on the Executive Board arising during the first year of office will be filled by the person polling the second highest number of votes. If this person is not in a position to accept this appointment, it will be offered to the person with the third highest number of votes. In the event that this person is unable to take up the post, a new election will be called to fill the vacant position on the Executive Board.

## **6. TERMS OF OFFICE**

- 6.1 The President-elect is elected for a two year period. At the end of this period, the President-elect becomes the President of the Society for a further period of 2 years.
- 6.2 For a further two-year period, the retiring President remains on the Executive Board as immediate Past-President of the Society.
- 6.3 The President-elect, the President and the immediate Past-President may not have their appointments renewed.
- 6.4 If the office of the President becomes vacant it shall be filled by the President-elect.
- 6.5 The Secretary, Treasurer and Members-at-Large shall be appointed for a period of two years. Each appointee may have two renewals of his/her appointment up to a maximum of 6 years. After this period he/she will become ineligible for nomination for a period of two years.
- 6.6 The Chairperson of the Society's permanent committees shall be appointed for a period of two years and this term of office can be renewed for a further 2 year period.
- 6.7 Chairpersons and members of ad-hoc committees shall be appointed for a period of two years or until the particular project has been completed. A two year appointment can be renewed for a further two year period.

## **7. FINANCE**

- 7.1 Once their membership has been accepted, new national oncology nursing societies, institutions or specialist group members will be liable for the first set of dues and thereafter on the 1<sup>st</sup> of April each year. Membership fees for individual members fall due when their membership has been accepted and thereafter on the 1<sup>st</sup> January each year. Non payment of annual fees will result in no further information being sent and loss of all voting / funding / scholarship benefits three months after the invoice has been sent.

- 7.2 Membership of the Society will be completely discontinued if fees remain unpaid for a further nine months and will only be reinstated on payment of the full annual fee for the year of application or any part thereof.
- 7.3 The President's employers, or the President him/herself, if he/she is self-employed, shall receive financial compensation to enable the President to commit five days per month to his or her work for the Society. The amount paid will be decided biannually by the Executive Board.
- 7.4 The Executive Board is also empowered to offer remuneration to the acting / permanent Executive Director's employers, or the acting / permanent Executive Director him/herself, if he/she is self-employed, the amount to be decided on a biannual basis by the Executive Board.
- 7.5 All moneys raised in the name of the Society will be held in an account at the HSBC Bank plc. Onslow Square, 1 Sydney Place, London SW7 3NW, United Kingdom and in an account at the KBC Bank NV, Kantoor Wemmel, De Limburg Stirumlaan 26, 1780 Wemmel, Belgium.
- 7.6 The Executive Board is empowered to offer remuneration to the acting / permanent Executive Director for additional services undertaken on behalf of and to the benefit of the Society as required. The post-holder will remit an invoice to the Society Treasurer for these services every three months.
- 7.7 The Executive Board is similarly empowered to offer remuneration to members of the Society's news team for additional editorial, proof reading and other duties undertaken on behalf of and to the benefit of the Society in the production of the Society's quarterly newsletter and maintenance of the Society's website. Members of the society's news team will remit an invoice to the Society Treasurer for these services every three months.
- 7.8 The Executive Board is also empowered to offer an annual stipend to members of the Society's accreditation panel for the review and validation of applications for EONS accreditation for educational courses, materials and programmes, payable once per annum.
- 7.9 Terms of contract and rates of remuneration for the above services will be decided by the Executive Board on a biannual basis. These will be commensurate with, but shall not exceed normal market rates for the work undertaken. Executive Board members liable for remuneration from the Society under these arrangements will be excluded from any discussion of these arrangements and will absent themselves from any meeting or part thereof when conditions and remuneration for their services are discussed.
- 7.10 The Executive Board shall be responsible for establishing that 'best value' and additional benefits accruing to the Society as a result of these activities are evaluated on a regular basis.
- 7.11 The Executive Board shall be responsible for ensuring that full and complete disclosure of benefits / benefits in kind, and any other potential or actual conflict of interest affecting members of the Executive Board is declared in the Society's annual report and accounts.
- 7.12 The recipients of any benefits / benefits in kind listed above will be responsible for the conduct of own their fiscal and legal responsibilities in respect of the tax regimes in their country of residence.

## **8. LANGUAGE**

- 8.1 The working language of the society will be English, but every effort will be made to overcome language problems - especially during the Society's conferences. One of the specific aims of the Society is to disseminate

evidence based practice as widely as possible, thus the Society will continue to offer translation grants to member national oncology nursing societies for the translation of educational and other materials where this will benefit cancer patients and those who care for them.

**9. AUDIT**

- 9.1 The Society's accounts will be subjected to annual audit or independent examination in accordance with the provisions of the United Kingdom Charity Commission's Document 61 (CC61) '*Charity Accounts: The Framework*' the requirements of which may vary depending upon the Society's income in any one year.

**10. COMMUNICATIONS**

- 10.1 All official announcements and communication by the Society with its membership will be via the EONS website and/or EONS Newsletter.