

EuroScan

International Network

**THE INTERNATIONAL INFORMATION NETWORK ON
NEW AND EMERGING HEALTH TECHNOLOGIES**

BY-LAWS

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(Revised April 2016)

1. Mission

- 1.1 EuroScan International Network is the leading global collaborative network that collects and shares information on innovative technologies in healthcare in order to support decision-making and the adoption and use of effective, useful and safe health-related technologies. We are also the principal global forum for the sharing and development of methods for the early identification and early assessment of new and emerging health-related technologies and their potential impact on health services and existing technologies.
- 1.2 EuroScan International Network is committed to work with a high level of transparency and professionalism, and in partnership with researchers, research centres, governments and international organisations to produce high quality information and effective early awareness and alert systems for our respective constituencies. We are also committed to support the development of existing and new not-for-profit public agencies working in the early awareness and alert field.

2. Structure and Bodies

- 2.1 EuroScan consists of representatives of member agencies, who form the General Membership and meet at least once a year at the General Meeting; an Executive Committee; a Secretariat and a Network Coordinator.
- 2.2 Other informal bodies within EuroScan may be established to contribute to and promote the work of EuroScan.

3. Membership

3.1 Founding members

Agencies that were represented at the meeting on 26th May 1998 in Amsterdam who agreed to establish EuroScan and/or contributed substantially to its operation from that date to 31st August 1999 shall be designated as “Founding Members”¹

3.2 Conditions of membership

Membership of EuroScan is open to any agency that:

- 3.2.1 is developing, or has, a program for the early identification and assessment of emerging, new or changing health technologies,
- 3.2.2 has an ongoing, officially recognised role in relation to regional or national government,
- 3.2.3 is a non-profit organization,

¹ Founding Members: Health Council of the Netherlands; The Swedish Council on Technology Assessment in Health Care; The National Horizon Scanning Centre, United Kingdom; The Basque Office for Health Technology Assessment; The Danish Institute for Health Technology Assessment; The Canadian Co-ordinating Office for Health Technology Assessment (since 3.4.2006 Canadian Agency for Drugs and Technologies in Health (CADTH)); Medical Technology Unit Swiss Federal Office of Social Security (since 1.1.2004 Swiss Federal Office of Public Health).

- 3.2.4 is at least 50 percent funded from public sources,
- 3.2.5 has no link, other than scientific, with commercial companies or R&D centres,
- 3.2.6 is transparent about their founding and financing in their membership application, and
- 3.2.7 commits to support the EuroScan mission.

3.3. Applications for membership

- 3.3.1 Applications can be made at any time and must be made using the EuroScan application form, obtainable from the Euroscan website (www.euroscan.org.uk).
- 3.3.2 Applications are to be sent to the Secretariat who will check their completion before forwarding them to the Registrar of the Executive Committee for initial consideration. The Registrar will present applications for membership to the Executive Committee who will make a proposal for acceptance or rejection to the General Membership. The proposal will be forwarded to the General Membership at least 30 days before the General Meeting where the proposal will be considered.
- 3.3.3 The Secretariat will advise the General Membership that they can make any objections to the proposal in writing (by email) to the Secretariat within 20 days of receipt of the Executive Committee's proposal.
- 3.3.4 Applications will be considered at the next General Meeting following submission, providing the applications are received 90 days in advance of the meeting.
- 3.3.5 A representative of the applicant institution will be invited to the General Meeting where their application will be considered, to make a short presentation about their agency and its work. Presence and presentation are mandatory for the application to be voted upon. In cases where attendance at the meeting is not possible, then consideration of the application will be postponed to a subsequent meeting.
- 3.3.6 Applications received less than 90 days prior to the next General Meeting will be considered at the next subsequent meeting.

3.4 Membership rights and responsibilities

Member agency representatives (members) form the General Membership. All members have equal rights and responsibilities.

Rights

- 3.4.1 Each member agency has the right to one vote on items requiring a vote and lying within the meeting's competence.
- 3.4.2 All member agencies can present candidates for consideration and election to the Executive Committee.
- 3.4.3 All members can use:
 - 3.4.3.1 Information from the EuroScan database, but should keep in mind that:
 - Information on the database should be regarded as work in progress and should not be used for external distribution without permission from, and acknowledgement of the originating agency.

- Agencies producing their own reports that include information from the database should acknowledge the originating agency.
 - Reports are based on information available at the time of the original research and often on a limited literature search, therefore the level of evidence presented and conclusions made about a technology's potential impact must be treated with caution.
- 3.4.3.2 Member agency reports with acknowledgement of the source agency and/or reference to published reports.
- 3.4.3.3 Results of studies conducted by the EuroScan Secretariat and/or member agencies on behalf of EuroScan with acknowledgement of any specific authors and/or reference to published work.
- 3.4.4 EuroScan members provide information for entry to the database in good faith. The Executive Committee, Secretariat and General Membership accept no liability for any use or misuse of database information by individual members.

Responsibilities

- 3.4.5 To agree on and contribute to EuroScan's mission, purposes and aims and to promote the value of EuroScan.
- 3.4.6 To contribute, where possible, key information on significant emerging, new or changing health technologies to the EuroScan database. The information for the database should be provided in English, in the agreed format and without charge.
- 3.4.7 To participate in and contribute to, where possible, EuroScan joint projects, subgroups or others tasks as requested or proposed by the Executive Committee or the General Membership.
- 3.4.8 To represent EuroScan by agreement of the Executive Board or the General Membership, according to availability and needs.
- 3.4.9 To support the network by, where possible, attending at least one meeting each year.
- 3.4.10 To pay the annual EuroScan membership fee.

3.5 Annual membership fee

- 3.5.1 The membership and financial year runs from 1st January to 31st December.
- 3.5.2 The annual membership fee for the following year will be determined at the last General Meeting of the preceding year in the course of the budget discussion for the year to come.
- 3.5.3 New member agencies being accepted as members before 1 August in any year will be charged a full year's membership fee.
- 3.5.4 For new members, invoices for membership fees will be sent to the nominated person in member agencies as soon as possible after acceptance of membership at the general meeting. The fee must be paid within the period specified in the Secretariat's host organisation's terms and conditions.
- 3.5.5 For existing members, invoices for membership fees will be sent to the nominated person in member agencies in the first quarter of each membership year. The fee

must be paid within the period specified in the Secretariat's host organisation's terms and conditions.

- 3.5.6 In case of termination of membership during a membership year no fees will be refunded.

3.6. Termination of membership

- 3.6.1 Any member that wishes to resign is allowed to do so at any time, by notifying the Secretariat in writing.

- 3.6.2 Members that

- do not fulfil the responsibilities of membership,
- default on the membership fee, or
- act in contravention to the interests of EuroScan,

can be excluded from EuroScan by the General Membership.

- 3.6.3 Any proposal that a member's membership be terminated should initially be made to the Executive Committee at least 45 days prior to the next General Meeting. The proposal will then be put to members at least 15 days before the meeting in order to vote on the final decision at the meeting.

- 3.6.4 If a membership fee is not paid for two consecutive years the member will automatically be excluded from EuroScan. A vote for exclusion will not be required in this instance.

- 3.6.5 In case of termination of membership during a membership year, the leaving member has no right to reimbursement of membership fee or title on EuroScan funds.

4. General Membership and Meetings

4.1 Introduction

- 4.1.1 The General Meetings of the General Membership are the highest body of EuroScan.

- 4.1.2 The General Membership supervises the work of all other bodies and can recall them at any time.

- 4.1.3 The General Membership will meet at least once a year with meetings convened by the EuroScan Chair at least 60 days prior to the meeting. Meeting documents will be sent out by the Secretariat at least 10 working days prior to the meeting.

- 4.1.4 All members have equal rights and responsibilities within the General Membership.

4.2 General Membership's rights and responsibilities

Rights

The General Membership has the right to:

- 4.2.1 Elect the Executive Committee members.

- 4.2.2 Appoint the member institution to host the EuroScan Secretariat.

- 4.2.3 Appoint informal bodies.
- 4.2.4 Decide on EuroScan membership fees.
- 4.2.5 Admit new members.
- 4.2.6 Exclude members acting against the interests of EuroScan.
- 4.2.7 Propose modification of the EuroScan by-laws.
- 4.2.8 Develop projects that support the EuroScan mission.
- 4.2.9 Propose the termination of the EuroScan collaboration.

Responsibilities

The General Membership has responsibility to:

- 4.2.10 Approve the budget for the forthcoming year at the final General Meeting of the preceding year.
- 4.2.11 Consider and approve the financial reporting of the past year at the first General Meeting of the following year.
- 4.2.12 Consider and approve minutes of previous meetings.
- 4.2.13 Consider and approve application of new members.
- 4.2.14 Supervise the work of the Executive Committee and the Secretariat.
- 4.2.15 Contribute to the strategic development of EuroScan, in line with EuroScan's mission.
- 4.2.16 Decide on proposals to remove from office members of the Executive Committee.
- 4.2.17 Decide on proposals to remove the Secretariat from the host agency.
- 4.2.18 Contribute to the review of and decide on modification of EuroScan's by-laws.
- 4.2.19 Decide on any proposal to terminate the EuroScan collaboration.

4.3 Decision making and voting regulations

- 4.3.1 The General Membership of EuroScan aims to make decisions by consensus. Before a decision to proceed to a vote is made, the meeting Chair will consider whether continuing the discussions at a subsequent General Meeting is likely to lead to a consensus. Voting is by a simple majority unless stated otherwise.
- 4.3.2 The quorum for voting is set at 50% of the General Membership. The quorum should be rounded up to the next whole number in the event of there being an odd number of members in the General Membership. No business requiring a vote can be transacted unless the General Meeting is quorate. If a member is excluded from a vote due to a conflict of interest and the General Meeting falls beneath the quorum, no business that requires a vote can be undertaken.
- 4.3.3 Members not being able to attend General Meetings will be given the opportunity to vote by e-mail, fax or surface-mail prior to the meeting. Votes must arrive at the Secretariat at least 5 days before the meeting. Where items discussed at General Meetings subsequently require a vote, then members not present at the meeting will have 10 days following notification to provide a vote. If members do not return a vote to the Secretariat within the given deadline, they will be considered as abstaining from the vote.

- 4.3.4 Members with a conflict of interest regarding items to be voted upon should declare it prior to the vote. Those with conflicts of interest can be allowed to participate in discussions of the conflicted item but abstain from voting, or can be excluded from discussions. The Chair will decide which is most appropriate depending on the level and type of conflict.
- 4.3.5 Voting will be anonymous, unless the General Membership agree that it can be made in public.
- 4.3.6 In the event of a tied vote, the Chair has the casting vote.
- 4.3.7 Votes on acceptance or decline of applications for membership require a simple majority of the General Membership.
- 4.3.8 Votes on exclusion of EuroScan members require agreement from 75% of those voting (excluding the member in consideration).
- 4.3.9 Votes on amendment of EuroScan by-laws require agreement from 75% of those voting.
- 4.3.10 Votes on the termination of the EuroScan collaboration require agreement from 100% of those voting.

4.4 Additional Meetings

- 4.4.1 An extraordinary General Meeting can be convened at the request of at least 20% of the General Membership. A request is made with a signed letter or single e-mail with inserted electronic signatures of all requesting members to the Chair directly or via the Secretariat. The Chair must endeavour to convene the General Meeting within 90 days after receipt of the request.
- 4.4.2 Further additional meetings may take place in the course of the year in conjunction with congresses, symposiums and similar events. No formal decisions pertaining to the General Membership rights and responsibilities may be taken at these meetings, unless a simple majority of the General Membership agrees to this at a preceding General Meeting or by prior e-mail.

5 Executive Committee

5.1 Composition

- 5.1.1 The Executive Committee of EuroScan shall comprise of representatives of member agencies.
- 5.1.2 There shall be an elected Chair, an elected Vice Chair, an elected Registrar and an elected Treasurer. The Head of the Secretariat is ex officio member of the Executive Committee.
- 5.1.3 Although Executive Committee members should be employed by or represent a member agency they will be nominated for the Executive Committee based on their personal experience.

5.2 Election of Committee Members

- 5.2.1 The Chair, Vice Chair, Registrar and Treasurer shall be elected for a term of two years on the basis of a majority vote of the General Membership at the General Meeting.

Any member who has been an Executive Committee member in the past may be nominated for the position of Chair. In the event that no current or previous Executive Committee members wish to be considered for the position of Chair, any member from the General Membership can put themselves forward or be nominated for an Executive Committee position.

- 5.2.2 Nominations for Executive Committee positions will be requested by the Secretariat at least 60 days before the General Meeting preceding the end of the term of office. Nominations must be returned to the Secretariat at least 30 days before the General Meeting. Members may be nominated for more than one position on the Executive Committee.
- 5.2.3 Voting and the counting of votes will take place for the Chair, Vice-Chair, Registrar and Treasurer in that order. The candidate with the most votes will be elected to each position.
- 5.2.4 Executive Committee members can only serve in the same capacity for two consecutive terms i.e. 4 years; with a maximum of 4 consecutive terms i.e. 8 years, on the Executive Committee in total. Following a period of at least 2 years not serving on the Executive committee, members are able to serve for a second, identical period. Therefore executive committee members are able to serve for a total of 16 years.

5.3 Rights and Responsibilities

Rights

The Executive Committee and/or its individual members has the right to:

- 5.3.1 Manage EuroScan daily business with support of the Secretariat.
- 5.3.2 Take decisions on behalf of the EuroScan General Membership.
- 5.3.3 Represent EuroScan officially with external organisations, networks and other bodies or individuals.

Responsibilities

The Executive Committee has the responsibility to:

- 5.3.4 Approve the work plan of the Secretariat.
- 5.3.5 Supervise and support the Secretariat in implementing the work plan.
- 5.3.6 Prepare for the General Meetings in collaboration with the Secretariat.
- 5.3.7 Review finances and proposed expenditures.
- 5.3.8 Prepare strategic plans for approval by the General Membership with support of the Secretariat.
- 5.3.9 Prepare suggestions for changes of governance, organisational structure, new initiatives, and collaborations with other institutions for approval by the General Membership.

5.3.3 Individual Committee Members Rights and Responsibilities

- 5.3.3.1 The Chair shall:

- Chair each EuroScan meeting.
- Finalise the agenda for EuroScan meetings.
- Review and approve minutes of meetings prior to circulation to membership.

5.3.3.2 The Vice-Chair shall

- Replace the Chair in their absence and assist the Chair as required.

5.3.3.3 The Registrar shall:

- Consider initial applications for membership and present them to the Executive Committee.
- Receive letters of resignation.

5.3.3.4 The Treasurer shall:

- Receive and review financial statements from the Secretariat.
- Receive notification of any major additional expenditure anticipated between General Meetings and make a recommendation to the Executive Committee about the proposed spend.
- Review any proposed expenditure that would take the Secretariat or network over the budgeted spend.

5.4 Executive Committee meetings

- 5.4.1 The Chair may choose to convene an Executive Committee meeting whenever an important matter in the Committee's competences arises. The meeting may take place face-to-face, as a telephone conference or by other electronic means.
- 5.4.2 A member of the Secretariat or, if they are unable to attend another nominated Executive Committee member, will take minutes of the meetings and distribute them to the Executive Committee at the latest one month after each meeting.

5.5 Voting rights within the Executive Committee

- 5.5.1 All elected Executive Committee members can vote on matters lying with the rights and responsibilities of the Executive Committee. In the event of a tied vote, the Chair has the casting vote.
- 5.5.2 Executive Committee members unable to attend a Committee meeting will be given the opportunity to vote via e-mail, fax or surface-mail prior to the meeting. Votes must arrive at the Secretariat at least 5 days before the meeting. Where items discussed at Executive Committee meetings subsequently require a vote, then Executive Committee members not present at the meeting will have 10 days following notification to provide a vote.
- 5.5.3 Executive Committee members with a conflict of interest regarding items to be voted upon must declare it prior to the vote. Those with conflicts of interest can be allowed to participate in discussions of the conflicted item but abstain from voting or can be excluded from discussions. The Chair will decide which is most appropriate depending on the level and type of conflict.

- 5.5.4 The Head of Secretariat is an ex-officio member of the Executive Committee, with no voting rights.
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5.6 Termination of Executive Committee membership

- 5.6.1 Each Executive Committee position will end at its term-end date.
- 5.6.2 If an Executive Committee member leaves the member agency they represent at EuroScan they will automatically resign their position on the Committee.
- 5.6.3 If an Executive Committee member resigns from their position for any reason before the end of their elected term their current responsibilities will be handed to the Chair. If it is the Chair who has resigned then responsibilities will pass to the Vice-Chair. Responsibilities can be delegated to another Executive Committee member by the Chair or Vice-Chair.
- 5.6.4 Delegated responsibilities can continue by mutual agreement, until the next planned election date, or an early nomination and election of Executive Committee member(s) can be proposed to the General Membership.
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6 Secretariat

6.1 Location

- 6.1.1 The Secretariat will be located in one of the member agencies of EuroScan for periods of three years (starting in 2010).
- 6.1.2 The Executive Committee will ask the General Membership for expressions of interest for hosting the Secretariat at the end of the 2nd year or beginning of each 3rd year. Expressions of interest must be made at least 90 days prior to the meeting at which the item is to be considered.
- 6.1.3 Members are able to propose a change in location at the same time as the Executive Committee asks for expressions of interest.
- 6.1.4 If the host agency is unable to fulfil its 3-year commitment then a review of location will occur immediately or as soon as possible.
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6.2 Personnel

- 6.2.1 The Head of the agency or other nominated senior staff member or representative of the agency hosting the Secretariat, will appoint the Head of Secretariat and the Network Co-ordinator.
- 6.2.2 The Head of the Secretariat will be responsible for administering EuroScan funds.
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6.3 Voting rights

- 6.3.1 The Head of Secretariat is ex-officio non-voting member of the Executive Committee. The Network Co-ordinator can be invited to Executive Committee meetings but has no voting rights.
- 6.3.2 The Member agency hosting the Secretariat has one vote as a member of the General Membership.

6.4 Responsibilities

The EuroScan Secretariat has the responsibility to:

- 6.4.1 Coordinate network activities in agreement with the Executive Committee.
- 6.4.2 Manage the network website, and database maintenance and revision as well as other communication channels.
- 6.4.3 Manage day to day financial matters and accounting.
- 6.4.4 Inform the Treasurer and/or Executive Committee of any major additional expenditure anticipated between General Meetings.
- 6.4.5 Submit accounts to the host auditing institution or company before submission to the Treasurer and General Membership for approval.
- 6.4.6 Prepare the budget and reporting of results for the General Meeting.
- 6.4.7 Assist the General Membership and Executive Board in preparing the strategic plan.
- 6.4.8 Prepare the Secretariat work plan for Executive Committee approval.
- 6.4.9 Assist the Executive Committee in preparing the General Meetings and any additional meetings.
- 6.4.10 Organise General Meetings and any additional meetings in collaboration with the hosting member institutions.
- 6.4.11 Monitor the terms of office for Executive Committee members and notify the Executive Committee of any necessary elections in good time to facilitate the election of new Officers.
- 6.4.12 Review applications for membership for completeness prior to sending them to the Registrar for consideration.
- 6.4.13 Initiate, support and/or undertake work relating to scientific studies approved by the General Membership and/or Executive Committee, reporting progress to the Executive Committee, working group, advisors and/or General Membership as agreed.

7 Final clauses

7.1 Liability

EuroScan members and member agencies are not personally or financially liable for EuroScan's commitments, unless they are directly responsible for decisions or acts which fulfil facts constituting an offence punishable by law.

7.2 Amendment of By-laws

The EuroScan by-laws can be amended as stated in sub-section 4.3.

7.3 Repeal of EuroScan

7.2.1 EuroScan can be repealed:

- As stated in sub-section 4.3, or
 - If an insufficient number of the General Membership are nominated for the Executive Committee.
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