

## **Call for Nominations for Open Positions on the 2022-2025 ECTS Board of Directors**

In 2022, members of the European Calcified Tissue Society (ECTS) will elect a President-Elect and 4 individuals to serve on the ECTS Board of Directors, for a term spanning 2022-2025.

ECTS members are invited to nominate individuals to serve in one of the following positions:

- President-Elect
- Secretary
- Treasurer
- Education Committee Chair
- Communications Committee Chair

These positions, except for the President-Elect, will be assigned by the Board of Directors based on the Directors' skills and experience. The members will elect the President-Elect.

The ECTS Board will also seek to fulfil the ECTS Academy Chair position to be selected by the ECTS Academy.

### **ECTS BOARD OF DIRECTORS TERMS OF REFERENCE AND MEMBER ROLE DESCRIPTION**

Board members duties are defined in the [Bylaws of the Association](#), Article 10.

#### **1. Bylaws Article 10: Board of Directors**

##### **10.1 Powers**

The Board of Directors shall have full powers of administration, management and representation, subject to the powers reserved to the General Assembly, the limitations set by or pursuant to these Articles of Association.

The Board of Directors may delegate the daily management or specific management tasks to the President and/or Directors acting solely or jointly, and/or to one or more employee(s) and/or to the Executive Director.

##### **10.2 Composition**

A Board of Directors is appointed by the General Assembly in accordance with the procedures as the Directors may from time to time prescribe and which may include electronic voting.

The Association is administered by the Board of Directors, composed of at least four members, among them the President, the Vice-President (that is the President-Elect or Past-President), the Secretary, the Treasurer.

The Directors will be appointed under the following conditions:

- Directors are appointed by the General Assembly in accordance with article 9.1;
- their appointment will be for a period of three years;
- they will be reimbursed for the costs they make within the exercise of their mandates.
- They are full members

##### **10.3 Term**

The Directors, except for the President, are elected for a period of three years, once renewable. A Director shall serve until its successor is designated (following a proposal and appointment procedure) and assume its duties.

A Director's appointment will terminate in each of the following situations: his death, resignation, civil incapacity or if he is placed under temporary administration or receivership, if his appointment is terminated by the General Assembly or if his appointment term expires.

In the event of a termination during a mandate, the Board of Directors may designate a temporary substitute. A director so appointed shall hold office only until the next following annual general meeting. If not re-appointed at such annual general meeting, he shall vacate his office at the conclusion thereof.

All acts relative to nomination, dismissal or cessation of functions of Directors established in conformity with law will be communicated to the Federal Public Service of Justice in view to be published at the expense of the Association in the annexes of the Belgian Official Journal or as otherwise prescribed by law.

#### **10.4 Executive Committee**

The Executive Committee will be composed by the following directors: the President, the Secretary, Treasurer, Executive Director and Vice-President that is the President-Elect or Past-President.

The Board of Directors shall appoint from its midst the Secretary and Treasurer. The Board of Directors may also create other positions, as it deems necessary and appropriate, and fill such positions from among its midst.

#### **10.5 President-Elect, President and Past-President**

In accordance with the procedures prescribed by the Board of Directors, the General Assembly shall elect the President-Elect. The President-Elect shall serve in such capacity for a term of one year before automatically becoming the President and serving in such capacity for a subsequent term of three years before automatically becoming the Past-President and serving in such capacity for a term of two years.

When the President-elect is elected by the General Assembly, she or he is automatically elected as a member of the Board of Directors until the end of their term as Past President.

In case the President-Elect, President or Past-President is dismissed by the General Assembly the General Assembly will also decide on the remaining duration of her/his term as a Director

#### **10.6 Meetings and convocations**

The Board of Directors meets at least twice a year upon convocation by the President of Association, the Executive Director or upon request of at least 50% of the Board Members.

The convocation is sent by electronic mail or courier or such means of communication as the Board of Directors may decide.

#### **10.7 Decision-taking**

In the voting procedure at meetings of the Board of Directors all members have one vote. In the event of a tie, the President or, in his absence, the Vice-President chairing the meeting shall have the casting vote.

Each member of the Board of Directors may, by any means of telecommunication or video, participate at the deliberations of the board of directors and cast votes, with the purpose to organise board meetings between board members geographically distant from each other, at which the members can communicate simultaneously.

Within the limits of the applicable legal provisions, decisions of the board of directors can be made by way of unanimous written decision of the directors.

All Directors may validly represent another absent Director and vote on his behalf, provided that they have been issued with a proxy by the absent Director, specifying the extent and purpose of the proxy, and, optionally, a voting instruction.

The presence in person or by proxy-holder of at least 50% of the Directors shall constitute a quorum for the transaction of business.

## 10.8 Register of resolutions of the Board of Directors

The resolutions of the Board of Directors are written down in a register and kept by the Executive Director at the disposal of Board Members at the registered office of the Association.

## 2. Nomination and Election Procedure

### Nominations

A call for nominations will be sent to the membership in advance of the Annual General Meeting. The ECTS Board of Directors and Nominations Committee will also be asked for nominations.

The nomination is submitted by a proposer and supported by a seconder. It is the responsibility of the proposer to consult the nominee as to whether he or she is willing to stand for election. Proposer, seconder and nominee are ECTS members and their signature is required to validate the nomination (via the Declaration of Intent Form).

Nominations shall be submitted using the [online nomination form](#). The nominee photo and [Declaration of Interest Form](#) should be submitted through the online nomination form.

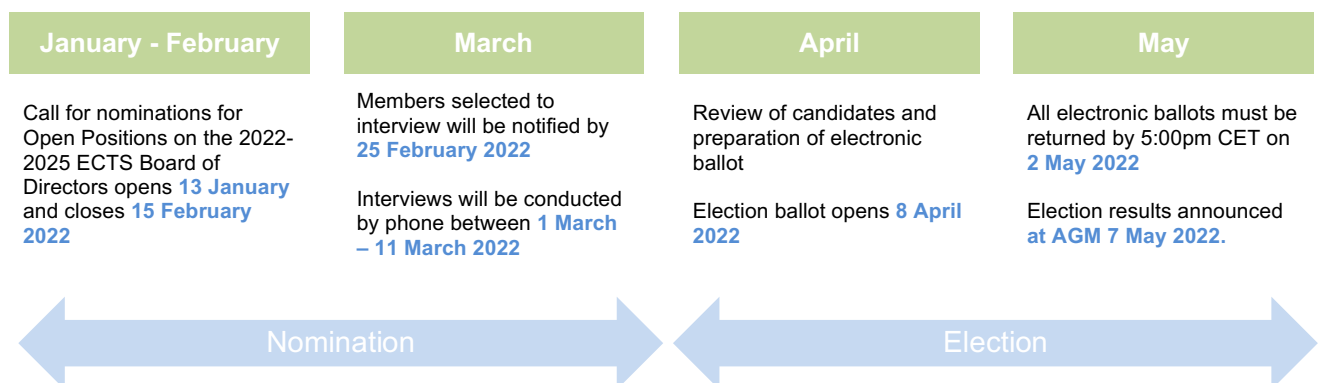
Deadline for receipt of nominations: 15 February 2022.

All nominations will be reviewed by the ECTS Board and interviews may be conducted to discuss candidate's candidates' strengths, motivation and fit with board needs.

### Elections

Candidates for election will be appointed by the ECTS Board of Directors. Election ballot will be held electronically and the votes announced at the Annual General Meeting.

### 2022 Nomination and Election Timetable



### Criteria for Membership

The Board should reflect an adequate gender, geographical and ethnic representation and equal representation of basic scientists and clinicians.

Board members must:

- Be a full member of the ECTS
- Have a track record in the field of calcium and bone metabolism, or other speciality as determined by the Board
- Demonstrate a commitment to the aims of the Society, such as
  - o Participation in ECTS Action Groups

- Involvement in ECTS congresses (speaker, chair, working groups, mentoring sessions, meet-the-expert, etc.)
- Record of attendance of ECTS congresses
- Involvement in ECTS training courses (LOC, speaker, chairs, mentoring, etc.)
- Participation in SPCs
- Have relevant skills, experience and knowledge to perform the required responsibilities:
  - Understanding of the Society's need
  - Passion for ECTS work
  - Time and motivation to prioritise ECTS and Board service
  - Leadership – both in terms of vision and ability to implement
- Exclusion criteria: Current participation to Board or Council of other International Societies in the musculoskeletal area

### **For the Conduct of Board Business**

Board members are expected to:

- Contribute towards effective discussion and decision making by the Board.
- Undertake any actions assigned to them and keep the Chair, ECTS staff and the ECTS Executive Director apprised of their progress.
- Actively participate in any discussions on which the Board's expertise or approval is sought.
- Maintain regular contact with their Board colleagues, Action Groups, ECTS staff and the ECTS Executive Director for the duration of their term of office.
- Attend at least 80% of scheduled board meetings, and actively participate by reading all materials and coming to board meetings prepared to discuss items on the agenda. The ECTS board currently meets every quarter either in person (one-day meeting) or via online conferencing (1-2 hours).
- Dedicate at least five hours each month to ECTS, which includes attending board meetings, attending educational events, serving on committees, responding to emails, and performing other activities related to the successful operation of the society. Attending events to promote ECTS in the community.
- Participate in the annual board development and planning retreat of each year related to Annual General Meeting.
- Be accessible for contact in between board meetings via email correspondence and phone calls.
- Outgoing Directors should remain active for a period of 3-6 months to act as tutors to the newly elected directors and ensure a smooth transition period and continuity.

Administrative support is provided by ECTS Secretariat.

Directors shall not receive any compensation, or other tangible or financial benefit for serving on the ECTS Board. However, they will be reimbursed for reasonable expenses relating to travel and accommodation when conducting ECTS business. Board members will also receive complimentary registration for the annual congress.