

**Statutes of the European Society for Brain Stimulation**  
**(Version 2.3, May 24, 2024)**

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**Art. 1 Name and headquarters**

Under the name of “**European Society for Brain Stimulation (ESBS)**” a society is hereby constituted within the meaning of art. 60 digit of cc.1 of the Swiss Civil Code. The seat of the Society is in Geneva, Switzerland (currently at 7, place de la Fusterie, 1204 Geneva).

**Art. 2 Purpose of the Society**

The European Society for Brain Stimulation is a professional association of medical doctors, psychologists, neuroscientists, and others interested in neurostimulation including students.

Its purpose is:

- i) the promotion of public health care, research, and training in the field.
- ii) the development of European guidelines on the use of neurostimulation.
- iii) the dissemination of knowledge about brain stimulation to clinicians, researchers, and other key stakeholders, in particular to patients and their relatives.
- iv) the promotion of national societies for neurostimulation and their association under one European Society.

**Art. 3 Non-profit status**

The Society pursues exclusively and directly non-profit purposes in the sense of the "tax-privileged purposes" section of the tax code. The Society is religiously and politically independent. The Society is altruistically active; it does not primarily pursue its own economic purposes. The funds of the society may only be used for statutory purposes. The members should not receive any benefits from the society's funds. No person may be favoured by payments which are alien to the purpose of the Society or by disproportionately high remuneration.

## **Art. 4 Membership**

The Society is composed of Ordinary, Extraordinary, and Collective members.

A prerequisite for ordinary membership is that candidates are working (full-time or part-time) in the field of scientific and/or therapeutic applications of neurostimulation or are otherwise actively involved in promoting the aims of the Society. Ordinary members have full voting rights. Students are eligible to apply for ordinary membership.

Ordinary membership applications are considered on a rolling basis by the ESBS Committee. The Committee reviews each application and, if approved, confirms this by email to the address provided. Upon receipt of this confirmation the membership fee is due. Once the yearly fee is paid, the membership is automatically activated (for that calendar year).

The Committee aims to decide on ordinary membership within 30 days of receiving an application.

Extraordinary members are persons who are interested parties in the field of neurostimulation who share the goals of the Society. Persons who have rendered distinguished service to the cause defended by the Society may, if proposed by of the Committee, be elected by the General Assembly as Extraordinary members. Extraordinary members have full voting rights.

Legal entities, such as hospitals, communities of practice, charities, groups or other institutions, where at least one member meets the conditions for being an ordinary member, can become collective members. The prerequisite for admission as a collective member is the payment of an annual membership fee or a donation. For collective members, the right to vote exists with one voice. Collective Members' representatives do not need to be Individual/Ordinary Members. A Collective Member representative can only represent one Collective Member. Whenever the Collective Member representative is simultaneously an Individual Member, they should have access to one vote as the representative of the Collective Member and one vote as an Individual/Ordinary Member.

The (electronic) application process for all membership types requires: 1. Completion of the online registration form; 2. Submission of the applicant's professional CV by email to the Secretary; 3. Submission of two reference letters supporting the application, one of which must be from an ordinary ESBS member (email to the Secretary); 4. Approval by the ESBS Committee; 5. Payment of the membership fee (annually revised).

Any membership application that is refused by the Committee may be appealed to the next General Assembly meeting. The appeal must be made within 30 days from the communication of the decision to the Secretary, who is bound to bring it for a second and final time to the next General Assembly. The General Assembly decides by secret ballot and a simple majority of votes validly expressed.

New members are presented at the General Assembly.

The membership ends:

- i) automatically at the end of the calendar year if a member, despite two warnings, does not pay their fees;
- ii) by written notice of resignation addressed to the ESBS Committee, which is subject to a minimum notice period of 3 months (i.e. at the latest by 30 September);
- iii) in the case of ordinary members, if they fail to attend the annual General Assembly meeting three times in a row, whereby the Committee can decide on exceptions after a written request;
- iv) by deletion from the list of members, which can occur if payment of membership fees is more than six months late despite three reminders sent to the last known mail address. In the reminder, the text must refer to the cancellation of membership;

- v) by death of a member of the Society;
- vi) by exclusion from the Society (if a member engages in behaviour that is judged detrimental to the reputation of the Society);
- vii) The Committee has the right to exclude a member from the Society, indicating the reasons for its decision in writing. Exclusions will be decided by the Committee based on a two-thirds majority vote. The excluded member may have recourse against this decision by appealing to the Secretary within 30 days from the communication of the decision. In case of an appeal, the reasons for the Committee's decision will also be communicated to the General Assembly. The General Assembly can confirm the exclusion only by a majority of two thirds of the votes validly cast in the secret ballot. If the exclusion decision is not confirmed by the General Assembly, the membership will be reinstated without prejudice.

## **Art. 5 Organs of the society**

The Society's bodies are: 1. The General Assembly 2. The Committee 3. The auditors

### **1. General Assembly**

The General Assembly is the supreme body of the Society. The General Assembly meets at least once a year. An extraordinary General Assembly meeting may also be convened at any time by the Committee or by the request of one-fifth of the total number of ESBS members. The Committee must send the notice of convocation accompanied by the agenda at least 30 days before the date of the General Assembly meeting.

Proposals that members wish to present to the General Assembly should be sent by email to the ESBS Secretary, marked for the attention of the President, no later than 42 days before the next General Assembly. All ordinary members are eligible and entitled to vote on motions presented at the General Assembly. Extraordinary Members do not have the right to vote but can have an advisory role. An absolute majority of members present with the full right to vote is required for any decision and for any election by the General Assembly. In principle, votes and elections are normally done by show of hands. Votes and elections are generally open. However, at the request of an ordinary member, there can instead be a secret ballot if one-fifth of the ordinary members present votes to accept the request.

The following powers and duties fall to the General Assembly:

- Election of the Committee: composed of the President, the Vice-President, the Treasurer, the Secretary and other members of the Committee;
- Election of two auditors within the ordinary members of the Society's accounts, normally for a three-year period;
- Approval of the auditors' report following its prior approval by the members of the Committee;
- Setting of annual fee contributions;
- Approval of the budget;
- Adoption of the rules on costs and allowances;
- Voting on member proposals;
- Final decision on appeals relating to admission or exclusion of members;
- Appointment of extraordinary members proposed by the Committee;
- Modification of the Statutes;
- Dissolution of the Society;
- All proposals relating to business submitted to it by the Committee;

- (1) The General Assembly meeting has a quorum, i.e. a lower limit of at least 51% of members must be present. If that is not the case, a new General Assembly meeting with the same agenda shall be organized.
- (2) Every member has the right to speak at the General Assembly meeting. Only ordinary members are allowed to vote.
- (3) An ordinary member may be represented at the General Assembly meeting by another member who can cast a proxy vote on their behalf, subject to approval by the Committee. Each member present in person can represent and cast a proxy vote for only one other member.
- (4) Unless otherwise provided for in the Articles of the Society, the General Assembly meeting shall pass its decisions by a simple majority of the votes cast.
- (5) Decisions on amendments to the Statutes and dissolution of the Society require a threequarters majority of the votes of the members present. Amendments to the Articles of the Society that affect the objectives, purpose and aims require the majority approval of the General Assembly.
- (6) A record of the minutes of the General Assembly meeting should be written and signed by at least four members of the Committee, namely the President, Vice-president, Treasurer, and Secretary. The approved minutes will be sent to members by email.

## **2. Committee**

The Committee is the Society's management body. It is composed of at least the following members:

- President
- Vice-president
- Treasurer
- Secretary
- Other Committee members

The Committee is elected for three years. At the General Assembly meeting, each member of the Committee is elected separately by an absolute majority or, at the request of the General Assembly, en bloc by an absolute majority. The re-election of the President and the VicePresident is possible only once. The maximum duration an individual may serve on the Committee is limited to 12 years.

The presidency can be shared between two people (co-presidency). The President (or copresident) is the only person authorized to represent the Society as an individual and to take a position publicly on the Society's behalf. The President can delegate certain powers to the Vice President or to any other Committee member. The President convenes the Committee as often as business requires or if three members of the Committee so request. The President chairs the Committee.

The Committee may set up working groups or commissions and, if necessary and within the limits of the approved budget, call on internal or external experts (see dated Appendix for Working groups structure and rules). The Committee may deliberate when the President or the Vice-President as well as half of its members are present. All Committee decisions must be documented in written form. The Committee votes by simple majority decisions. In the event of a tie vote, the President has a second vote to break the tie. In case of emergency, the President or the Vice-President may obtain a decision from the Committee by email. Finally,

the President assumes all the tasks which are not, by law or statutes, devolved to other bodies of the Society.

If a member leaves the Committee prematurely, the Committee shall elect a temporary substitute member from among the ordinary members, who shall remain in office until the formal election of a new committee member by the General Assembly. The new committee member may or may not be the same person as the temporary substitute member. If the voting is undecided, the President shall have the casting vote.

The Committee meets at least once a quarter (quorate attendance in person or online, e.g.: via zoom). Committee meetings may also be held by telephone, and discussion and voting can be done via the internet and email. A Committee meeting is quorate if at least three Committee members are present. Normally a 14-day notice period should be given before a Committee meeting. Invitations to Committee meetings are sent by email.

The Committee is responsible for:

- Decisions and actions pursuant to the purpose of the Society and the manner of their implementation.
- Decisions on the procurement and use of the Society's funds.
- Discharging the charitable purposes of the Society.
- The formation of working groups.

The Committee prepares the Agenda for the General Assembly meetings and decides on its time and place.

In all other respects, the Committee shall conduct the day-to-day business of the Society. For the execution of tasks related to accounting or tax and for the preparation of the annual financial statements (audit report), necessary legal support can be hired.

Agenda

- (1) The agenda as well as any drafts shall be written in English by the ESBS Committee.
- (2) Proposals for amendments to the Statutes of the Society or for the dissolution of the Society must be included in full and circulated to members in the agenda.
- (3) Proposals for additions to the agenda may be considered by the Committee if:
  - a) the agenda is received by the Committee at least one week before the meeting. In such cases, the Committee shall notify members of the Society about the late agenda item as soon as possible by email.
  - b. the proposals for additions to the agenda are made by the beginning of (or during) the General Assembly meeting and a majority of ordinary members present agree to their inclusion in the agenda.

## **Art. 6 Financing**

The tasks of the Society are financed by the annual contributions from its members and the fee structure is regulated by the Statutes of the European Society for Brain Stimulation. These regulations, as well as the amount of the contributions of the members are approved by the General Assembly. The membership fees are annual fees, which are to be paid in full even if the member leaves the Society during the course of the year. They are due on the 15<sup>th</sup> of

January of each year and are to be paid in advance, starting in the year immediately after the foundation of the Society (i.e. 2023). Membership fees are collected by the Treasurer. The financial resources and other assets of the Society may be supplemented by voluntary contributions, donations, grants from institutions (public or private), sponsorship by pharmaceutical companies and companies producing medical equipment, etc.

#### **Art. 7 Responsibility and Other Provisions**

Only the assets of the Society are to be used to finance the liabilities of the European Society for Brain Stimulation. With the exception of membership fees, decided upon by the General Assembly. The financial assets of members are excluded from consideration in the settlement of any debts incurred by the Society.

#### **Article 8 Fiscal year**

The fiscal year is identical to the calendar year. The annual accounts are closed on December 31st.

#### **Article 9 Revision of the Statutes**

Any request for modification of these statutes may be submitted by the Committee or by one tenth of the members. A modification of the Statutes can only be decided by a two-thirds majority of the votes validly cast in the General Assembly.

#### **Art. 10 Dissolution and liquidation**

A The liquidation is carried out by the Committee in accordance with the legal dispositions. The assets remaining after the end of the liquidation will be entrusted.

These statutes were approved at the General Assembly of the European Society for Brain Stimulation on the 30th of May 2022, and entered into force with immediate effect.

#### **Signatures**

The President



The Vice-President



**APPENDIX A**  
**Statutes of the European Society for Brain Stimulation**  
**(Version 2.3, May 24, 2024)**

**WORKING GROUPS' STRUCTURE AND RULES**

**(Approved by the GA on the 12.12.2023)**

- a) WG leadership positions are mandatory positions of the Society. Each WG shall have at least one leader and at the most one leader and one co-leader.
- b) WG leadership positions responsibilities:
  - Coordinating and managing activities and tasks associated with achieving the ESBS scientific and networking activities, specific to the WG they lead;
  - Providing input for the preparation of annual progress reports to be yearly presented to the General Assembly;
  - Ensuring the appropriate dissemination of activities, results and outputs generated by the WG;
  - Attend the monthly Committee meetings and secure the bidirectional communication between the Committee and the WG members.
- c) Voting process for WG leadership positions: WG leaders shall be voted by WG members and submitted for approval by the Committee.
- d) Access to WG leadership positions: WG leaders shall be preferably members of the Committee as well (and therefore, country representatives).
- e) WG leadership positions shall be elected along with the Committee and for three years, according to the Art. 5 of the ESBS Statutes. For the first year of the WG settlement, the election of WG leaders is an independent process of the election of the Committee.
- f) In case a WG Leadership position becomes vacant, it is recommended that election of a new holder of the position takes place without any undue delay, subject to conditions as mentioned under topic d) Access to leadership.