

MEDEA

Branschorganisation för konsulter inom medicinteknik

Constitution

MEDEA (Medical Device consultants Association)

1§ Name

The name of the association shall be: MEDEA
Site of residency is Bjärred, Sweden.

2§ Objectives

MEDEA is a non-profit Association.

The objectives for which the Association is established are:

- To evaluate and appraise the Regulatory and Quality Assurance aspects of regulations, guidelines and principles, related Medical Devices world wide
- To be a forum for discussion and to promote and participate in meetings, congresses, and symposia, which allow exchange of information.
- To promote training in Regulatory and Quality Assurance by advancing the professional competency of its members and to promote co-operative relations with allied organizations.
- To promote cooperation with the MPA in Sweden and become a communication partner with MPA.

3§ Membership

Membership will be open to any Consultant professional working with /or interested in Regulatory and Quality Assurance for Medical Devices.

A written application for membership should be submitted and an annual membership fee applies.

Each member who has paid his/her annual membership fee is eligible for election to the Board or any other position or to vote on election of officers or on any resolution put to the membership.

Resignation of membership shall be by letter. The membership fee will not be refunded.

Membership of the Association is personal and is not transferable.

The Board have the possibility to deny membership and to withdraw a membership.

4§ Organization

The work within the Association will be executed by:

- the Annual General Meeting (AGM) which is the highest decision-making body
- the Extra Ordinary Meeting (EOM)
- the Board
- any committee or “ad hoc group” established by the Board or AGM.

5§ Annual General Meeting (AGM)

A General Meeting (the AGM) of the Association will be held each year for the purpose of electing members of the Board, for receiving the reports of Chairman, Secretary and Treasurer and for discussion of matters put forward by members of the Association or the Board.

Members shall be notified at least two months prior to the AGM.

The Secretary must be informed of all matters for discussion at least six weeks prior to the AGM so that they can be placed on the agenda. The Secretary will ensure that the agenda, the annual report and the proposals from the nominating committee are circulated to all members at least two weeks prior to the AGM.

The AGM will be held before end of April and at a place determined by the Board.

The agenda of the AGM shall always contain the following items:

1. Is the AGM announced in due course?
2. Approval of the agenda
3. Election of Chairman and Secretary for the AGM
4. Election of two members to check the Minutes
5. The annual report of the Board
6. The Treasurer’s report
7. The Auditor’s report and statement
8. Adoption of the report and accounts for the resigning Board
9. Appointment of the budget for the forthcoming year
10. Fee for the board members is decided upon
11. Appointment of the annual membership fee for the next year.
12. Election of Chairman of the Board and deputy Chairman.
13. Election of Secretary and Treasurer and two more Member of the Board
14. Election of one Auditor and a Deputy Auditor
15. Election of a nominating committee
16. Other topics
17. Discussion and approval of the program for the next year

6§ Extra Ordinary Meeting (EOM)

An Extra Ordinary Meeting could be called by the Board or 25 % of the members.

Members should be notified at least one month prior to the EOM and the agenda should be circulated to all members at least two weeks prior to the extra ordinary meeting by the Secretary.

The agenda of the EOM shall always contain items numbers 1-4 from the AGM agenda.

7§ The Board

The Association will be administrated by a Board consisting of a Chairman, a deputy Chairman, the immediate-past Chairman, a Secretary, a Treasurer and two Ordinary Members.

The Chairman and the Treasurer are each authorized to sign for the Association.

The Chairman shall be elected for one year. The chairmanship is circulated in the following way. Deputy Chairman (year 1) becomes Chairman (year 2) and immediate-past Chairman (year 3) and shall then leave all positions for one year before being available for re-election

The Secretary is responsible for archiving and information to the members.

The other Board members (2) will be elected for a period of two years (1 member) and one year (1 member), may be re-elected for one additional period and shall then leave all positions for one year before being available for re-election.

The Board shall execute the program approved by the AGM and propose a program for the next year in order to preserve continuity.

The Board shall appoint representatives to different associations.

8§ Auditors

One Auditor and a Deputy Auditor will be elected by the members present at the AGM for a period of two years and may be re-elected.

9§ Nominating committee

A nominating committee will consist of three persons. Two persons will be elected for a period of two years, and may be re-elected, by the members present at the AGM. The immediate-past Chairman will act as Chairman within the committee.

The nominating committee shall propose candidates for election to the Board, auditors, nominating committee and archive responsible person. The nominating committee shall have equal opportunities as a guiding principle and the representation in the Board shall reflect the members in the Association.

10§ Finance

The financial year of the Association will run from 1 January to 31 December. The audited accounts of the Association will be presented at the AGM. Membership fee paid by a new member during the last quarter of year 1 will cover the membership fee also for year 2.

All members pay an annual membership fee set by the Board and approved at the AGM.

Invoices for annual membership fees will be issued by the Treasurer according to the decision by the AGM of the previous year. Memberships not renewed prior to 27 February of the year of activity will be deemed to have lapsed.

11§ Accounts

The Treasurer of the Association is responsible for the maintenance of accounts with respect to all money received and expended by the Association.

The Treasurer shall balance the books as soon as possible the year after the financial year and send the accounts for annual revision by the Auditors. The accounts and Minutes from all Board meetings held during the financial year shall be available to the Auditors before end of February the year after the financial year.

12§ Archiving

Documents, primarily from the secretary and treasurer, will be archived in the archive at an appointed site for the time required by law or by the decision of the Board when there is no legal requirement.

13§ Constitution

Any clauses of the Constitution may be amended or cancelled and new clauses may be added by resolution passed at any AGM or EOM, provided that the proposal to make such an amendment, cancellation or addition shall be submitted to the Secretary two months prior to such a Meeting.

14§ Reimbursement

The Association reimburses Board members for all reasonable costs they incur in the execution of their duties. The Board shall approve reimbursements of all costs prior to payment. Payment details shall appear in the Minutes of the Board meeting.

Fee for the board members is decided upon the AGM.

15§ Dissolution

If the Association is dissolved and there remains a net liability or deficit this will be discharged by equal contribution from all members of the Association at the time of dissolution. If the Association is dissolved and there remains a net surplus, this will be disbursed by equal distribution to all members of the Association at the time of dissolution.