



International Bureau for Epilepsy

Bye-Laws

2009

Introduction

The IBE Constitution contains the following Article, which governs the creation, alteration or repeal of any IBE bye-law:

“Article XX – Bye-Laws

- 1. The International Executive Committee of the IBE is empowered by the Constitution to make, alter and repeal all such bye-laws as are necessary to achieve the objectives of the IBE, subject to these bye-laws, their alteration or repeal not being in conflict with the Constitution.*

The creation, alteration or repeal of any bye-law by the International Executive Committee shall be subject to ratification by a simple majority vote of Chapters.”

Bye-Law I

Created: 31 December 2004

Ratified: 31 December 2004

Duties of the International Executive Committee Members

1. The President shall preside at meetings of the International Executive Committee and the General Assembly. He/She shall represent the International Executive Committee and the

NOTE:

Throughout the document membership titles have changed as follows:

- Members are now Chapters
- Associate Members are now Associate Chapters
- Provisional Members are now Provisional Chapters

IBE as required.

2. The Vice-Presidents shall assist the President and serve as members of the International Executive Committee and as Chairs of their respective Regional Executive Committee, providing a link between International and Regional levels. In the case of temporary incapacity or absence of the President, the President shall nominate one of the Vice-Presidents to serve in his/her place. If, for whatever reason, the President is unable to nominate a Vice President, then the International Executive Committee shall nominate one of the Vice Presidents to serve in his or her place.
3. The Secretary-General shall co-ordinate the affairs of the IBE under the direction of the International Executive Committee. He/She shall keep a book containing the current bye-laws in which all modifications are entered as they are made. He/She shall keep a record of all modifications to the Constitution and be responsible for issues relating to membership.
4. The Treasurer shall be responsible for the sound financial management of the IBE including the keeping of books of account, the production of budgets and the production of other financial information as may be required from time to time.
5. The Immediate Past President shall undertake those tasks and responsibilities delegated to him/her by the International Executive Committee and his/her presence shall help to provide continuity between terms of office.
6. The duties and responsibilities of the members of the International Executive Committee shall be summarised in a role description produced for each position on the International Executive Committee and approved by the International Executive Committee.

Bye-Law II

Created: 31 December 2004

Ratified: 31 December 2004

Joint Meetings with the Executive Committee of the ILAE

1. At least annually, and more frequently if necessary, the International Executive Committee of the IBE shall meet jointly with the Executive Committee of the International League Against Epilepsy (ILAE), to consider

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| <p>matters of mutual interest and/or responsibility to both Executive Committees. Such a meeting shall be known in full as a Joint Meeting of the Executive Committees of the IBE and ILAE, and in brief as a JEC.</p> <ol style="list-style-type: none">2. A JEC shall have no existence independent of the Executive Committees of the IBE and ILAE. It is a meeting of two separate and independent Constitutionally defined bodies, not an entity in itself.3. Matters to be considered by a JEC shall include matters of mutual interest and/or responsibility to both Executive Committees as determined by both Executive Committees.4. A decision made by a JEC shall only be considered binding upon the International Executive Committee of the IBE if it is not in conflict with the Constitution of the IBE, and if a majority of members of the IBE International Executive Committee have voted for it.5. Chairing of each JEC shall be shared equally between the IBE and ILAE Presidents, or their nominees, in a manner acceptable to both. The Chairperson of a JEC shall not have a casting (ie tie-breaking) vote.6. A quorum for a JEC shall be the presence of a majority of the voting members of each of the IBE and ILAE Executive Committees.7. The JEC shall have parity of established voting strengths between representatives of IBE and ILAE. If one Executive Committee has more voting members than the other, then its number of voting members eligible to vote within the JEC shall be adjusted to achieve equality.8. A JEC may be called at any time mutually acceptable to the Presidents of both the IBE and ILAE.9. To be considered by a JEC, a motion must be moved by a member of one Executive Committee, and seconded by a member of the other.10. Members of the Management Committee of either the IBE or the ILAE shall each have only one vote in a JEC meeting.11. Responsibility for administration, minuting, etc of JECs shall be shared equally between the Secretaries-General of the IBE and ILAE, in a manner acceptable to both.12. Responsibility for overseeing all financial matters | |
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considered by JECs shall be shared equally between the Treasurers of the IBE and ILAE, in a manner acceptable to both.

13. A Joint Management Committee, consisting of the Management Committees of each of the IBE and ILAE, is authorised to take actions in the name of a JEC between JEC meetings.

Such actions must:

- a. Be approved by a majority of each of the Management Committees of the IBE and ILAE,
- b. Be in accord with policies of both the IBE and ILAE.
- c. Involve neither Executive Committee in expenditure exceeding a sum to be set by each Executive Committee.
- d. Be notified to each Executive Committee as soon as possible,
- e. Be ratified by each Executive Committee at its next meeting.

Original text: Be approved by a majority (i.e. two members) of each of the Management Committees of IBE and ILAE.

The text in brackets has been removed to recognize the increased membership of the ILAE Management Committee.

Bye-Law III

Created: 31 December 2004

Ratified: 31 December 2004

IBE Election Procedures

1 Introduction

- 1.1 The IBE's Constitution documents the basic process by which the International Executive Committee and the IBE Regional Executive Committees are elected. The Constitution of the International Bureau for Epilepsy (IBE) therefore takes precedence.
- 1.2 The procedures outlined in this bye-law apply to all of the IBE's elections. This includes, but is not limited to, elections to the International Executive Committee and elections to the IBE's Regional Executive Committees.
- 1.3 The IBE's Constitution and these election procedures are available to any member of the IBE and to any person nominated for election to the International Executive Committee or an IBE Regional Executive Committee.
- 1.4 By standing for election, all candidates accept that these procedures apply and agree to observe them and be bound by them.

2 Guardianship

- 2.1 The guardian of the IBE's election process

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| <p>will be an Election Task Force of three people appointed by the International Executive Committee. The Election Task Force will ensure that these procedures are adhered to and are applied fairly in all of the IBE elections and it will be accountable to the Chapters of the IBE.</p> <p>2.2 The members of the Election Task Force shall not be personally interested in the outcome of any election for which they have oversight. Should such an interest occur, the Task Force member(s) shall immediately excuse themselves from the Task Force and they shall be replaced by another person appointed by the International Executive Committee.</p> <p>2.3 The IBE's legal and other professional advisers will provide counsel and opinion to the IBE and the Election Task Force as required.</p> <p>3 <u>Management of Elections</u></p> <p>3.1 The Election Task Force will be responsible for managing and administering the election process in all of the IBE's elections.</p> <p>3.2 This process extends from the initial election announcement and call for candidate nominations through to the validation and declaration of the result of the ballot(s).</p> <p>3.3 In matters of doubt, interpretation or as otherwise specified in these procedures, the Election Task Force will refer to the IBE's Constitution, bye-laws, policies and procedures and professional advisers as required.</p> <p>4 <u>Eligibility of Candidates</u></p> <p>4.1 The IBE is incorporated as an international not-for-profit organisation in the District of Columbia, USA. Candidates for the International Executive Committee must therefore not be disqualified from serving on the International Executive Committee as described and defined by that jurisdiction. A candidate's signature on their nomination form will be acknowledgement of this.</p> <p>4.2 All elected members of the IBE International Executive Committee and all elected members of an IBE Regional Executive Committee must personally be either a subscribing member of an IBE Chapter or an employed staff member of an IBE Chapter or</p> | |
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| <p>shall personally be a member or employed staff of an official affiliate of an IBE Chapter.</p> <p>4.3 All candidates standing for election to the IBE International Executive Committee and all candidates standing for election to an IBE Regional Executive Committee must have their candidacy endorsed by the Chapter to which they belong or by which they are employed or by the Chapter to which they are otherwise affiliated.</p> <p>5 <u>Nomination of Candidates and Balloting the Electorate</u></p> <p>5.1 The Election Task Force will issue notice of an election and call for the nomination of candidates not less than 90 days before the date of the election.</p> <p>5.2 People wishing to stand for election to the International Executive Committee or a Regional Executive Committee must signify in writing to the Election Task Force their willingness to stand and they must be nominated in writing by 2 Chapters of the IBE (a Proposer and Seconder), to be received at the IBE's Administration office not less than 60 days before the date of the election. A Candidate may only stand for one elected position during any election cycle.</p> <p>5.3 Ballot forms, together with an appropriate form of proxy, shall be issued to all eligible voting Chapters not less than 45 days before the date of the election.</p> <p>6 <u>Elections to the International Executive Committee</u></p> <p>6.1 There shall be three simultaneous ballots of all Chapters of the IBE to elect the three Officers. One ballot to elect the President, one ballot to elect the Secretary-General and one ballot to elect the Treasurer. All Chapters of the IBE shall be entitled to vote in the election of the Officers.</p> <p>6.2 Nomination to stand for election as the President, the Secretary-General or the Treasurer must be proposed by a Chapter of the IBE and seconded by another Chapter.</p> <p>6.3 The Chapters of the IBE within each IBE Regional Committee shall elect a Vice-President to serve on the International Executive Committee in accordance with Section 7 of these bye-laws.</p> <p>6.4 Elections for Officers (President, Secretary</p> | <p>Changes have been made in the time lines for nominating and balloting of candidates to shorten the duration of elections from 4 months to 3 months, as follows:</p> <ul style="list-style-type: none"> • Call for nominations changed from 120 to 90 days prior to date of election • Close of nomination period from 90 to 60 days prior to date of election • Issuance of ballot forms from 60 to 45 days prior to date of election. <p>The highlighted sentence is a new addition to close the loophole allowing candidates to stand for multiple positions.</p> |
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| <p>Executive Committee and all serving members of any Regional Executive Committee shall personally be either members of an IBE Chapter within the region or employed staff of a Chapter of the IBE within the region or a member or employed staff of an official affiliate of an IBE Chapter from within the region.</p> <p>7.5 In each election, the candidate polling the most votes shall be declared elected.</p> <p>7.6 In the event of a tie, there shall be a second ballot involving only the tied candidates. If required, a second ballot shall be held within 30 days of the declared and accepted result of the first ballot. In the event of a further tie, the elected candidate shall be determined by the drawing of lots, supervised by the Election Task Force.</p> <p>8 <u>Election Statement</u></p> <p>8.1 Each candidate shall be entitled to submit a written election statement which will be published by the IBE and circulated to all eligible voters, provided that this is received at the IBE's Administration office on or before the notified due date of receipt and provided that it complies with the conditions outlined below.</p> <p>8.2 The statement should not exceed 750 words and can include, for example, any of the following references with whatever emphasis:</p> <ul style="list-style-type: none"> - ◆ Personal background - life history, home, work, personal achievements... ◆ Activities with or on behalf of the IBE and/or epilepsy. ◆ Reasons for interest in epilepsy. ◆ Reasons for wishing to be elected. ◆ Issues of particular concern - about epilepsy, about the IBE. ◆ Qualifications, skills and experience. <p>8.3 The statement <u>should not include</u> any of the following: -</p> <ul style="list-style-type: none"> ◆ Reference to any of the other candidates. ◆ Statements or references of a libelous or defamatory nature. ◆ Content which would, in any other way, be in breach of any law. ◆ Content which serves to bring the IBE into | <p>Reduction from 60 days to 30 days.</p> <p>Increase from 300 to 750 words.</p> |
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| <p>public disrepute.</p> <p>8.4 In the event that any aspect of a candidate's election statement may give cause for concern, the Election Task Force will seek to resolve the matter first by discussion with the candidate and failing resolution, by referring the matter to professional advice for final adjudication.</p> <p>9 <u>Canvassing and lobbying</u></p> <p>9.1 Canvassing or lobbying should not include reference to other candidates.</p> <p>9.2 Canvassing or lobbying should not contain libelous or slanderous references, should in no other way be in breach of any law or serve to bring the IBE into public disrepute.</p> <p>9.3 The canvassing or lobbying of members of the IBE's staff is strictly prohibited.</p> <p>9.4 Canvassing or lobbying by any candidate shall not incur financial cost to the IBE, other than the cost of publishing each candidate's election statement.</p> <p>9.5 Other than outlined in 8.1 above, in the interests of fairness to all candidates, it is not permitted for candidates to use any of the IBE's journals, websites or other publications for the promotion of their election.</p> <p>10 <u>Audit of election votes</u></p> <p>10.1 The votes cast in an IBE election will be received, collated and counted by the IBE's Executive Director.</p> <p>10.2 The Election Task Force will audit the election and will confirm and declare in writing the result.</p> <p>11 <u>Notification of results</u></p> <p>11.1 All Chapters of the IBE will be notified of the result of elections to the International</p> | <p>The following text has been deleted:</p> <p>8.5: Candidates are not permitted to issue, publish or circulate or have issued, published or circulated on their behalf any other written information in support of their election.</p> <p>Clause 9.5 has been deleted and 9.6 now becomes 9.5. The deleted clause read: 9.5 The election statement published by IBE shall be the only written promotion allowed to candidates.</p> |
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| <p>Executive Committee. All IBE Chapters within an IBE region shall be notified of the result of elections to their Regional Executive Committee.</p> <p>11.2 All candidates will be notified of the result of the election in which they are participating.</p> <p>11.3 The notification to the IBE Chapters and election candidates will be in writing and will include the following information: -</p> <ul style="list-style-type: none">◆ Number of eligible voters.◆ Turnout - number and percentage of voters.◆ Total number of votes cast - valid and invalid.◆ Total number of votes cast for each candidate.◆ Percentage share of the ballot for each candidate.◆ List of elected candidates. <p>12 <u>Disqualification</u></p> <p>12.1 Failure by a candidate to comply with the provisions of these procedures may result in that candidate's disqualification.</p> <p>12.2 If there is reason to suggest that there has been a breach of the election procedures, the Election Task Force will determine if there is a breach and will judge whether or not disqualification is warranted.</p> <p>13 <u>Appeal and Review</u></p> <p>13.1 In the event of a challenge to the election process, the election result or a decision to disqualify, any candidate or Chapter of the IBE may request a review by a Review Panel.</p> <p>13.2 Such a request must be submitted in writing, with specified reasons, to the IBE's Administration office within 21 days from the declaration of the election result or within 21 days of the date of the cause of the challenge.</p> <p>13.3 The Review Panel will comprise no less than 3 people selected by the International Executive Committee and who are not personally interested in either the election result or the Election Task Force.</p> <p>13.4 The Panel will determine how it will conduct the review and it may choose to appoint an external independent election auditor.</p> | |
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- 13.5 The Review Panel’s decision will be final.
- 13.6 In the event that disqualification results in a vacancy, the person gaining the next highest number of votes in the election (and who is otherwise qualified) will be deemed to have been elected.

Bye-Law IV

Created: 31 December 2004

Ratified: 31 December 2004

IBE Regional Organisation

1. Using the World Health Organization (WHO) definitions as a guide, the International Executive Committee shall determine the number and the definition of regions of the world within the IBE structure.
2. Using the World Health Organization (WHO) definitions as a guide, the following IBE regions of the world shall be described: -
 - a. Africa
 - b. Eastern Mediterranean
 - c. Europe
 - d. Latin America (extracted from the WHO region of AMRO/PAHO)
 - e. North America (extracted from the WHO region of AMRO/PAHO)
 - f. South East Asia
 - g. Western Pacific
3. The countries within each region shall be guided by the World Health Organization’s (WHO’s) regional structure and shall be determined by the International Executive Committee. However, where regional affinity is ambiguous, a Chapter may decide which region it wishes to belong to with the proviso that each Chapter may only be a member of one region.

Bye-Law V

Indemnification of Directors and Officers

Section 1. Right to Indemnification

Each person (“Covered Person”) who was or is made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (“Proceeding”), by reason of the fact he is or was a Director or Officer, employee or agent

BYE-LAW V

A new Bye-Law to cover
Indemnification of Directors
and Officers

of the IBE or International Executive Committee and who has been successful on the merits or otherwise in the defense of such proceeding, shall be indemnified and held harmless by the IBE to the fullest extent permitted by the District of Columbia Nonprofit Corporation Act of 2010 against all expense, liability and loss (including attorneys' fees, judgments, fines or penalties and amounts paid in settlement) reasonably incurred or suffered by such person in connection therewith, and such indemnification shall continue as to such person who has ceased to be a Director or Officer and shall inure to the benefit of the person's heirs, executors and administrators.

In addition to the right described above, each Covered Person who was is made a party to any Proceeding, may be indemnified and held harmless by the IBE in accordance with the terms of DC law against all expense, liability and loss reasonably incurred as a result of actions taken on behalf of the IBE, at the discretion of the International Executive Committee, so long as the following conditions are met: a majority of disinterested members of the International Executive Committee or a majority of the Chapters of the IBE vote to approve such indemnification; the Covered Person provides an affirmation in the record of good faith belief that he has met the good faith standard required by the DC law; and the Covered person affirms in the record to repay any funds advanced if it is ultimately determined in accordance with the law that he is not entitled to such indemnification.

Section 2. Right to Advancement of Expenses

At the discretion of the International Executive Committee, and within the terms of the DC Nonprofit Corporate Act's requirements, the right to indemnification conferred in Section 1 of this Article may include the payment by the IBE of the expenses incurred in defending any Proceeding in advance of its final disposition, subject to the receipt by the IBE of an undertaking by or on behalf of such person to repay all amounts so advanced if it shall ultimately be determined that such person is not entitled to be indemnified under this Article or otherwise.