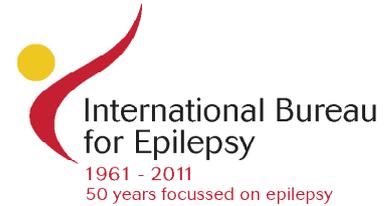




# INTERNATIONAL BUREAU FOR EPILEPSY

NGO in Special Consultative Status with the Economic and Social Council of the United Nations and in official relations with WHO



TO ALL FULL MEMBERS OF THE INTERNATIONAL BUREAU FOR EPILEPSY

Wednesday 17th June 2015

## Proposed Amendments to the Constitution and Bye-Laws of the International Bureau for Epilepsy

Dear Member

For more almost four years, the IBE Governance Task Force has been reviewing the Constitution and Bye-Laws. Its work involved addressing issues highlighted by the International Executive Committee as well as a general review of IBE's governing documents.

The task force met on three occasions and also worked extensively by email with a final draft being presented to the IBE International Executive Committee for its review. The International Executive Committee is grateful to the Governance Task Force - Johan Falk Pedersen, Chair (Sweden), Sandy Finucane (USA), Christopher Morris-Coole (UK), Susanne Lund (Sweden) and Grace Tan (Singapore).

I am pleased to say that the committee approved the draft when it met in March and now proposing that the IBE Full Members are balloted on whether or not to accept the changes now presented.

### Proposed Changes

- 1. Member or Chapter:** when the new Constitution was approved in 2004, one of the changes was membership titles. Previously, voting members were called Chapters, non-voting members were called Friends, and applicant members were called Provisional Chapters. From 2004, the titles changed to Full Member, Associate Member and Provisional Member. Despite the change, many older members continued to use the term 'Chapter' and, indeed this is also the term used by ILAE. It is now proposed to revert back to the title Chapter (for voting members) and Provisional Chapters (for applicant members) and to introduce the title Associate Chapter for non-voting members.
- 2. Changes to quorums:** the current quorums are very high and can make it difficult for IBE to achieve the level of ballots in order to undertake its work. The revised quorum levels address this.
- 3. Removal of non-performing officer:** a new clause to allow a member of the board to be removed for cause.

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#### ILAE Representatives

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[www.ibe-epilepsy.org](http://www.ibe-epilepsy.org)

#### International Headquarters

Ann Little, Executive Director, International Bureau for Epilepsy,  
11 Priory Hall, Stillorgan Road, Blackrock, Co Dublin, Ireland T: +353 1 210 8850 F: +353 1 210 8450  
[ibeexecdir@eircom.net](mailto:ibeexecdir@eircom.net)

4. ***Continuity of Experience on the International Executive Committee:*** for some time there has been concern that the possibility existed of a complete change of board members (save for the Immediate Past President). To address this problem, a staggering of terms is now proposed, with the election of the President, Secretary General and Treasurer (and appointment of the Immediate Past President) as well as the election of the Regional Committees Vice Chair, Secretary (and Members in the case of Europe) being staggered by two years with the election of the Regional Vice Presidents. This proposed change required revisions to both the Constitution and the Bye-laws. The changes to the Bye-laws, to formalise this change, also includes a mechanism to begin the staggering process.
5. ***Vice Presidents/Regional Chairs:*** the current regional structure has an elected Vice President sitting on the International Executive Committee and a Regional Executive Committee, comprising at least a Chair, Vice Chair and Secretary and the Regional Vice President. This structure has led to some reporting issues and was not always conducive to good collaboration. It is proposed that, in the future, the elected Regional Vice President will also fill the role of Chair on his or her Regional Executive Committee. To make this change, revisions to both the Constitution and Bye-laws are required.
6. ***Election Process:*** the election process currently takes four months to complete. Changes to the Bye-laws will reduce this process to three months.
7. ***Canvassing in Elections:*** the current Bye-laws on this issue are confusing and, at times, conflicting. Proposed changes to the Bye-laws address this issue.
8. ***Candidate statements:*** the word count for election statements of candidates is increased from 300 words to 750 words.
9. ***Multiple nominations:*** proposal to limit to one the number of positions for which a candidate can be nominated in any election.
10. ***Indemnification of Officers and Directors:*** this is a new Bye-law.

### **List of Attachments/Enclosures**

Attached to this email you will find the following items.

1. An official notice from the Secretary-General of the IBE informing you of a proposal from the Executive Committee to amend the Constitution and Bye-Laws of the IBE. This is sent to you in accordance with Article XIX and Article XX of the existing Constitution.
2. A copy of the proposed revised Constitution and Bye-Laws for IBE highlighting the proposed changes and the reasons for these changes.

### **Explanation of the Process**

Please give this matter your most urgent consideration. In doing so, can you please be mindful of the following points: -

- There are a number of changes to the Constitution and Bye-laws for your consideration.
- The IBE International Executive Committee recommends that Full Members vote 'FOR' the resolution to make these changes.
- Article X clause 2 of the Constitution states that Full Members can only exercise their voting rights if their dues are paid in full and membership conditions are otherwise met. If your association has not yet paid its dues for 2015, please ensure you do so before you vote.
- At least a 2/3 majority of votes is required in order to amend the existing Constitution and Bye-laws. Consequently, the resolution to make changes to the Constitution and Bye-laws must achieve at least a 2/3 majority vote 'FOR' in order for the amendments to be adopted.

- The resolution to make the proposed changes to the Constitution and Bye-laws will be balloted on at the time of the General Assembly in Istanbul on Tuesday 8th September 2015. Ballot papers will be circulated in advance and Full Members who will not be present at the assembly will be encouraged to ballot by email.
- The result of the ballot will be announced at the time of the assembly and will be reported to all members as soon as possible thereafter.

If you have any queries or questions about what you should do, or about the procedures involved, please contact Mrs Ann Little, Executive Director at [ibeexecdir@eircom.net](mailto:ibeexecdir@eircom.net).

As outlined in the Constitution, Article IX.4(b), it is a duty of all Full Members to participate as fully as possible in all IBE activities, including ballots. The outcome of this ballot will significantly amend the structure of IBE's governing board as well as amending the way in which IBE operates, so that our work can be streamlined to meet modern practices. I would encourage all Full Members to play an active role in this important ballot.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Sari Tervonen', with a stylized flourish at the end.

Sari Tervonen  
Secretary-General, IBE