

# IEA governance review

## Commentary for Members

August 2018

### Introduction

Following the review of governance documents carried out in 2015, Sue Thorn Consulting was instructed to prepare updated versions of the documents. Proposed new versions of the documents were presented to the Executive Committee (EC) at its meeting in Porto in May. Since then, they have been approved by the Executive Committee and Council and are now provided to members for review and comment before a vote.

The two governing documents presented here are:

1. The Constitution – this is the formal set of rules to which the Association must adhere and can only be changed by vote of the members.
2. The Bylaws – this is the more informal set of rules, which expands on the Constitution and goes into more detail. This can currently only be changed by vote of the members, but it is more usual for this to be governed by vote of Council and this change is incorporated into the new draft.

Please follow the links below to access these documents. The membership review and comment period will end October 31. Please forward any questions or concerns about these changes to Laura Nakoneczny at [exec@ieaweb.org](mailto:exec@ieaweb.org). The Executive Committee will review members' feedback and schedule a final vote on the changes sometime in November.

### Key issues addressed by Sue Thorn Consulting

- The various documents were internally inconsistent and inconsistent with each other
- Rules of similar importance could appear in one of several documents, and were not always clear

### Constitution (click to review)

1. The main aims remain as in the current Constitution, and incorporate the three principles of universality, decentralization, and volunteerism as stated in the Handbook. These aims are now supported by a set of strategic objectives based on the Handbook.
2. The current Constitution states the names of the membership categories, but does not define them. In the new version, the membership categories are stated with a brief definition. These are taken from sources such as the Bylaws and web site where available. Joint membership is shown as a separate category. 'Other categories' has been removed. In the new version, a new category could be proposed but would need member approval.
3. There were previously 'Student Members' and Early Career Epidemiologists (ECEs), neither of which was defined. These groups have been combined and defined as ECEs.
4. Clauses 3.5, 3.6 and 3.7 have been added for clarification.

5. In the present Constitution, only Ordinary Members can vote. By implication in the current Handbook, that includes Joint Members, but this is not definitely stated. The EC has considered this and is proposing that all categories of paying members should be designated Voting Members.
6. Clause 4.1.3 has been changed to state that any additional business not on the preliminary agenda for a meeting must be communicated four weeks in advance of a Council meeting, not 48 hours in advance.
7. Clause 5.1.4 in the current Constitution has been deleted from the proposed new Constitution. This change will not disadvantage members who wish to raise genuine issues as there is still the option for members to propose an addition to the agenda up to four weeks in advance.
8. The number of members needed to form a quorum at a Business Meeting (4.4) has been lowered to reduce the risk of meetings not being quorate.
9. In Clause 5 and throughout, it is made clear that the Officers are a subset of Council, not a separate group, as could have been inferred from the current Handbook.
10. The past President has been added to the list of Officers and thus the members of the Executive Committee are also the Officers. This avoids any confusion caused by slightly differing definitions of Officers, Executive Committee etc.
11. Clause 6.3 states a new point, that a past President may not sit again on Council.
12. Clause 6.4 simplifies the current situation and makes it more consistent.
13. Clause 6.7 now additionally states what happens if the Past President is unwilling or unable to chair the Nominating Committee.
14. Clause 6.9 raises the qualifying period for eligibility to be nominated for Council from one year to two, but exempts ECE candidates from this requirement.
15. Clause 6.10 has been added to provide for a balanced set of candidates as far as possible.
16. Clause 6.11 provides for a ballot in advance of the Business Meeting. In most respects this clause is the same as in the current Constitution except that it includes provision for electing an ECE Council member and also makes provision for what to do if two candidates have equal numbers of votes.
17. Clause 7 has been added to ensure that it is clear what happens in each case, especially:
  - a. That, in case of resignations, there must be 3 Council members remaining as required by the Articles
  - b. Defining how a Council member could be removed. As with removing a member, this would be a serious issue and it would not be advisable to set rules ad hoc.
18. Clause 8 brings all types of scientific activity together and gives the Association the freedom to carry out new or amended activities as requirements change.
19. Clause 10, covering amendments to the Constitution, reflects mainly the existing situation, but allows that people other than Officers may be appointed to count votes. It also makes clear that members must be advised of all deadlines.
20. Clause 11 is added to provide protection for individuals who work on behalf of IEA.
21. Clause 12 sets out the legal structure.

### [Bylaws \(click to review\)](#)

1. Clause 2 covers applications for membership and, in particular, provides that the Regional Councillor approves applications in his or her region. It also sets out the process for refusing an application in the unlikely event that an unsuitable person were to apply. It makes clear that the 'unanimous' vote needed for Honorary Membership only refers to unanimity amongst those present at the relevant meeting. It is also more specific and consistent about the benefits of membership and when

membership lapses. Lastly, it enables Council to allow members to continue in membership without paying for a period of time, for example during a career break or a period of unemployment.

2. Clause 3 covers the workings of Council as in clause 2 of the current Bylaws and makes clear that meetings may be by other means than face to face; it also regularises the attendance of other people in an advisory, non-voting capacity.
3. Clause 4 gives an outline of responsibilities of the Executive Committee and gives details about meetings.
4. Clause 5 details delegation to committees and also delegation to FirstPoint or other contractors.
5. Clause 6 brings together all information about the regions.
6. Clause 7 sets out the rules for the WCE and other meetings, largely reflecting current operation, but drawing together information from several places.
  - a. It makes clear where the financial responsibility lies and also the difference between a meeting supported financially and one given scientific endorsement only.
  - b. It makes clear that there must be written agreements in all cases and that these must be signed by a Councillor, usually an Officer.
  - c. It makes clear that sponsors may not influence the scientific program.
  - d. It makes clear that any Council member involved in a WCE bid may not take part in discussions about that bid.
  - e. It makes clear that the Association may organize other types of meeting as well.
7. Clause 8 brings together all rules about current and potential publications. It sets the editor's term of office as the same as Council members' terms. It guarantees the editor's independence in choosing his/her editorial board. It also makes clear that the Association may be involved in a range of publications if appropriate.
8. Clause 9 brings in all prizes, awards and bursaries. A timeline is given for the Richard Doll prize.