

Statutes of the
Association of Medical Schools in Europe (AMSE) e.V.

(Constitution of the Association of Medical Schools in Europe (AMSE) e.V.)

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Preamble

The Association of Medical Schools in Europe (AMSE) e. V. was founded in 1979 as AMDE (Association of Medical Deans in Europe) to create a forum for Medical Schools in the European Community and other European countries and to establish mutual contacts and exchanges of information. For the purposes of AMSE, "Europe" is defined as the European Region of the World Health Organisation. For AMSE, the terms "medical schools", "medical faculties" and "medical universities" are used synonymously and are referred to below as "medical schools".

§ 1 - Name, registered office and financial year

- (1) The association bears the name "Association of Medical Schools in Europe (AMSE). After entry in the register of associations, the name will bear the suffix "e. V."
- (2) The registered office of the Association is Berlin. The Association's financial year is the calendar year.

§ 2 - Purpose, non-profit status of the Association

- (1) AMSE pursues exclusively and directly charitable purposes within the meaning of the "tax-privileged purposes" section of the German Tax Code. The Association is selflessly active and does not primarily pursue economic purposes.
- (2) The purpose of the AMSE is to promote activities and cooperation between medical schools in Europe and to develop relations with other professional, governmental and non-governmental organisations in the fields of education and university management, medical research and health care. Activities in the following areas in particular serve to realise this purpose:
 - Medical under- and postgraduate education and further training,
 - Science and research,
 - Promotion of an international mindset, tolerance in all areas of culture and international understanding.
- (3) The AMSE realises its objectives by providing non-material and material support for activities in accordance with (1) and (2) at national and international level. The support also includes the provision of financial resources, e.g. for concept development, the organisation of events (conferences, symposia, workshops, courses), publications, public relations work, scientific research work and the provision of the necessary human resources (e.g. a secretariat). The AMSE can set up working groups, committees and sections.
The measures include in particular:
 - a) The organisation of regular meetings (regular meetings) and regular general assemblies (General Assembly), also as extraordinary meetings if required,
 - b) The organisation of Executive Committee meetings and, if necessary, other meetings and sessions,
 - c) The promotion of activities and co-operation between medical schools in Europe
 - d) Realisation of research projects. Research results are published promptly.
 - e) Transfer of funds for research purposes (in accordance with §58(1) of the Fiscal Code)
 - f) Promoting the development of medical schools
 - g) Promotion of developments in medicine, medical and social sciences and their implementation in medical education, including admission to medical studies and research management in medical schools
 - h) Promotion of organisational and scientific management as well as the solution of institutional problems of medical schools
 - i) Promotion of relations between medical schools and the health service, health organisations and related national and international organisations
 - j) Promoting developments in medical professions and their relations with medical schools,
 - k) Promoting the role of medical schools in postgraduate studies, further education and training
 - l) Promoting the role of medical schools in research and research training



- m) Provision of electronic and/or printed materials (including the website)
 - n) Entering into partnerships, collaborations and cooperations with other organisations with similar objectives and interests. The Executive Committee must approve these partnerships, collaborations and co-operations.
- (4) The financial resources of the Association may only be used for statutory purposes. Members do not receive any benefits from the Association's funds.
- (5) No person may be favoured by benefits that are alien to the purpose of the Association or by disproportionately high remuneration.

§ 3 - Membership

- (1) There are full members (Full Members) and associate members (Associate Members); in each category there are individual and collective members.
- (2) A Medical School that offers a medical degree is entitled to apply for full membership. If a university has more than one medical school, each medical school may apply for Individual Full Membership.
- (3) For Full Membership, the Medical School must be recognised by the government of its home country and fulfil the quality assurance and accreditation procedures of that country. Registration of the medical school in the "World Directory of Medical Schools" (www.wdoms.org) is a requirements for full membership.
- (4) A national association of Medical Schools, represented by the deans of the Medical Schools, is authorised to apply for Collective Full Membership.
- (5) Higher education institutions that are not "Medical Schools" are entitled to apply for Associate Membership if they are involved in academic medicine-related programmes.
- (6) National associations with medical-related programmes are eligible to apply for Collective Associate Membership if they are recommended by the country's national association of Medical Schools.

§ 4 - Acquisition of membership

- (1) Each European Medical School is eligible for Individual Full Membership and is represented by the Dean or another legal representative. Other representatives who are neither a dean nor a legal representative require a power of attorney to prove that they are authorised to represent the medical school in order to be registered as a member and have the right to vote.
- (2) Each national association of Medical Schools is eligible for Collective Full Membership and is represented by the President or Chairman or other legal representatives with proof of authorisation.
- (3) Individual and Collective Associate Members are represented in the same way as Individual and Collective Full Members.
- (4) The Executive Committee approves applications for membership at its own discretion and keeps a register of all members. **Membership of the association is complete when the Executive Committee has approved the written application for membership.**
- (5) Once the annual membership fee has been paid, membership is valid for that calendar year.

§ 5 - Termination of membership

- (1) Membership ends with resignation or exclusion.
- (2) A member shall declare his/her resignation in writing to the President no later than four weeks before the end of a financial year.
- (3) The Executive Committee may expel a member who is more than two years in arrears with the payment of membership fees.

- (4) A member may also be expelled by the Executive Committee for a serious breach of the rules and/or dishonourable conduct.
- (5) An objection to the exclusion must be lodged with the General Assembly meeting (pending proceedings are suspended).

§ 6 - Rights and obligations of members/ voting rights

- (1) Members have the right to participate in all Regular Meetings and to vote at the General Assembly.
- (2) Each member has one vote in the General Assembly. The right to vote is exercised by the Dean of the respective Medical School or, if the Dean is unable to attend, by the representative nominated by the Medical School. The representatives of a Medical School who are not entitled to vote according to the application for admission have the right to propose motions and speak.
- (3) The duties of the members are:
 - to promote the interests of the Association and to refrain from activities detrimental to the reputation of the Association,
 - to observe the constitution and the resolutions of the bodies of the Association and
 - pay the membership fee annually.

§ 7 - The bodies

The bodies of the AMSE are

- a) the members general meeting (General Assembly), §§ 9 and 10,
- b) the board of directors (Executive Committee) and the Executive Board (Officers) §§ 11 to 13,
- c) the controllers (Auditors), § 14
- d) the arbitration court (Court of Arbitration), § 15.

§ 8 - The General Assembly of Members (General Assembly)

- (1) The General Assembly usually takes place during the Regular Meeting and has a quorum of 10 members.
- (2) The General Assembly may be held in person, as a virtual meeting (e.g. by video conference) or in hybrid form (simultaneous in-person and online participation). The chosen form is to be announced in the invitation to the General Assembly.
- (3) General Assembly is called by the President at least six weeks in advance and the agenda is sent out. The agenda is set by the President in agreement with the Executive Committee. The invitation to the General Meeting shall be issued in writing. It may also be sent in electronic form.
- (4) Minutes must be taken of the resolutions of the General Meeting and signed by the President and the minute secretary.

§ 9 - Duties of the General Assembly

- (1) The General Assembly is the highest authority of AMSE.
- (2) The General Assembly of AMSE elects the Executive Committee, the Officers and the Auditors.
- (3) The General Meeting discusses and decides on the election and resolution proposals submitted by the Executive Committee as well as on the **proposals of the voting representatives and non-voting representatives**.
- (4) The AMSE General Assembly discharges the Executive Board (Officers).
- (5) The procedure of the General Meeting shall be conducted in accordance with AMSE's rules of procedure.



- (6) The President may convene a special meeting of the General Assembly within 6 to 12 weeks of receiving a written request from at least one third of the members from at least five different countries. The request must include an agenda with the topic(s) for this special meeting.

§ 10 - The Executive Committee and the Executive Board (Officers)

- (1) The Executive Board is composed of
 - a. the president (President),
 - b. the secretary general (General Secretary),
 - c. the treasurer (Treasurer), and
 - d. 5 other regular members.
- (2) The Executive Board (Officers) of AMSE consist of the President, the General Secretary and the Treasurer.
- (3) The President is the ex officio Chairman of the Executive Committee. The President holds this office for the full term of 3 years, irrespective of the term of office of the other members of the Executive Committee. Re-election is permissible. The President chairs the meetings of the General Assembly.
- (4) The General Secretary is also the Secretary of the Executive Committee. The General Secretary holds this office for the full term of 3 years, irrespective of the term of office of the other members of the Executive Committee. Re-election is permissible.
- (5) The Treasurer is also the Treasurer of the Executive Committee. The Treasurer holds this office for the full term of 3 years, irrespective of the term of office of the other members of the Executive Committee. Re-election is permissible.
- (6) The General Secretary and the Treasurer may be one and the same person.
- (7) The Executive Committee consists of 8 full members who are themselves Individual or Collective Full Members (see § 4) and who were elected by the General Assembly. The Executive Committee is quorate with 5 full members.
- (8) The election of a member to the Executive Committee is invalid if, as a result of such an election, an absolute majority of the members are from one of the four standard geographical regions of Europe (these regions are defined by the United Nations Statistics Division: United Nations Publications, Standard Country or Area Codes for Statistical Use, Revision 4, <http://unstats.un.org/unsd/methods/m49/m49.htm>). In this calculation, countries located in the WHO Europe region but outside Europe are included in the Eastern Geographical Region of Europe.
- (9) Each elected member of the Executive Committee is elected for a period of 3 years. Re-election is permissible.

§ 11 - Duties of the Executive Board (Officers)

- (1) The Executive Committee within the meaning of § 26 BGB consists of the President, the General Secretary and the Treasurer. The Association is jointly represented in and out of court by two members of the Executive Board.
- (2) The General Secretary supports the President and draws up the minutes of the Regular Meetings, General Assembly and Executive Committee meetings.
- (3) The Treasurer is responsible for the regularity of all financial matters.

§ 12 - Duties of the Executive Committee

- (1) The Executive Committee manages the affairs of the Association and implements the resolutions of the General Assembly.

- (2) The Executive Committee recommends the amount of the annual membership fees to the General Assembly for approval.
- (3) For certain topics, the Executive Committee may invite co-opted persons to attend Board meetings for the necessary period of time. Co-opted persons have no voting rights on the Executive Committee.
- (4) The work of the AMSE shall be ensured by working groups. The working groups should be chaired by a member of the Executive Committee who is authorised by the Executive Committee.
- (5) Members of working groups that do not belong to AMSE are appointed by members of the Association. Third parties have a right of nomination.
- (6) AMSE organises regular meetings and General Assembly meetings. The dates and topics for these meeting(s) are decided by the Executive Committee.
- (7) The President chairs the Regular Meetings and the General Assembly.
- (8) In the absence of the Chairman (President), the General Secretary represents the Chairman; in the absence of the Chairman (President) and the General Secretary, the Treasurer chairs the meeting; in the absence of the entire Executive Board (Officers), a Chairman is elected by all those present.

§ 13 - The Auditors

- (1) Both auditors are elected by the General Assembly for a term of two years. Re-election is permissible.
- (2) Legal transactions between auditors and the Association must be approved by the General Assembly.
- (3) The auditors monitor the transactions, account movements and account balances and inform the General Assembly accordingly.

§ 14 - Court of arbitration

- (1) Disputes in connection with the AMSE are settled by the Court of Arbitration.
- (2) The Court of Arbitration consists of 5 members.
- (3) In any dispute, each party to the dispute must nominate 2 arbitrators within seven days. These shall elect 1 chairman by majority vote. In the event of a tie, the chairman shall be chosen by drawing lots.
- (4) The Court of Arbitration shall reach its decision in the presence of all members of the arbitration tribunal and by majority vote. It decides to the best of its knowledge and belief. Its decisions are internally binding.

§ 15 - The Secretariat

The Secretariat is an office that can be located in any country in Europe. It carries out appropriate and necessary administrative tasks from the funds of the Association. If the Executive Committee entrusts the Secretariat with special tasks, it is responsible for the proper execution of these tasks.

§ 16 - Adoption of the constitution and changes of the constitution

- (1) These Articles (Constitution) were adopted at the General and Founding Assembly on 14 September 2014. Amendments were adopted by the Executive Committee on 27.03.2015 and by the General Assembly on 8.11.2019 and on 20.05.2025.
- (2) These Articles (Constitution) may be amended by the General Assembly with a majority of two thirds of the AMSE members present and entitled to vote.




§ 17 - Dissolution of the Association

- (1) A proposal for the voluntary dissolution of the Association may be adopted by a two-thirds majority **at** a General Assembly **at the earliest** 6 months after the announcement.
- (2) The General Assembly decides on the dissolution of the assets. In case of doubt, the Chairman of the Executive Board and his deputy are jointly authorised liquidators, unless the General Assembly appoints other persons.
- (3) If the Association is dissolved or cancelled or if tax-privileged purposes cease to exist, the assets of the Association shall be transferred to a legal entity under public law or another tax-privileged corporation with similar objectives.
- (4) The above provisions shall apply accordingly if the legal capacity of the Association has been withdrawn.

For the correctness and completeness according to § 71 Abs. 1 BGB Berlin.

Berlin, 20.05.2025


Prof Algirdas Utkus
AMSE General Secretary


Prof Harm Peters
AMSE President