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EUROPEAN EYE BANK ASSOCIATION RULES

1 THE ASSOCIATION

The full name of this association is the European Eye Bank Association, abbreviated as 'The Association' or 'EEBA'.

Founded in 1989, The Association was formally recognised as a non-profit association on the 20th of May 2004 in accordance with Italian law and is governed in respect of and within the limits of state and regional laws and by the general principles of the Italian legal system. The legal seat of EEBA is situated in Italy and its present address is Via Paccagnella n. 11 – Padiglione Rama, 30174 Zelarino - Venice.

2 MISSION AND AIMS

The Association is formed for the advancement of eye banking. Its Mission is to help provide tissues and cells of optimum quality and safety for transplantation and the treatment of eye diseases, according to the highest medical and scientific standards, as set out in the Council of Europe's Guide to the Quality and Safety of Tissues and Cells for Human Application, and making them available to as many patients in need as possible in an ethical and humanitarian way, in accordance with the Council of Europe's Convention for the Protection of Human Rights and Dignity of the Human Being with regard to the Application of Biology and Medicine: Convention on Human Rights and Biomedicine (ETS No 164; Oviedo, April 1997), the World Health Organization's Guiding Principles on Human Cell, Tissue and Organ Transplantation (as endorsed by the 63rd World Health Assembly, May 2010, Resolution WHA63.22) and applicable national and international laws and regulations.

To this end, The Association:

- contributes to establishing a sufficient availability of tissues and cells for the treatment of eye diseases
- works for the development and maintenance of standards for the practice of eye banking in Europe
- establishes and maintains an agreed set of EEBA Standards
- promotes data collection on eye banking activities (ocular tissue procurement; donor selection and screening; corneal storage, evaluation, preparation and testing methods and techniques), together with graft outcomes in order to validate eye bank techniques
- facilitates the interchange of information between eye banks
- provides opportunities for the discussion of all aspects of eye banking practice including donor selection, procurement, preservation, storage and tissue quality assessment
- encourages relevant research and development
- provides informed comment to external agencies
- fosters education and training in eye banking
- maintains national and international links with eye banking and ocular tissue transplant communities and relevant bodies

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- makes knowledge in the field of eye banking available to any person for the general good of society.

3 MEMBERSHIP

Individuals and non-profit institutions who wish to become Members of the Association are expected to share the Mission and Aims of EEBA and abide by its Rules and Standards. The Committee may recommend the removal of any Member of the Association if in the opinion of the Committee there has been a violation of the Mission and Aims of the Association or if the interests of the Association require it. Such recommendations must be submitted to a Business Meeting of the Association and will become effective only if at least 21 Members are present and two-thirds of those voting are in favour.

3.1 ORDINARY MEMBERS

- 3.1.1 Application for Ordinary Membership of the Association will be made to the Secretary on the appropriate form and be accompanied by the membership fee. The Committee will accept or reject applications, and will inform the full Membership of the names of successful applicants.
- 3.1.2 Each Ordinary Member will pay an annual membership fee at a rate which will from time to time be determined at a Business Meeting of the Association. The membership fee is payable in advance and becomes due on 1 July of each year.
- 3.1.3 Ordinary Members may apply to the Secretary for the membership fee to be waived in cases of real financial difficulty. The Secretary shall make the decision and inform the Committee of such instances.
- 3.1.4 Any Ordinary Member whose membership fee is paid up to date will be considered to be in good standing.
- 3.1.5 Any Ordinary Member whose annual membership fee has not been paid by the due date will temporarily lose his/her membership privileges until his/her membership fee has been paid. The Committee may set a grace period before this takes effect.
- 3.1.6 Any Ordinary Member whose membership fee is two years in arrears and has been duly notified of the fact at the address last known to the Association, will cease to be a member of the Association, but may apply for membership (Section 3.1.1).

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3.1.7 Those Ordinary Members in good standing will have full voting rights in the Business Meeting and be eligible to stand for, and vote in, elections to the Committee

3.2 INSTITUTIONAL MEMBERSHIP

3.2.1 Open to non-profit institutions supportive of the Mission and Aims of EEBA

3.2.2 Application for Institutional Membership of the Association will be made to the Secretary on the appropriate form and be accompanied by the membership fee. The Committee will accept or reject applications, and will inform the full Membership of the names of successful applicants.

3.2.3 Each Institutional Membership will be subject to the payment of an annual membership fee at a rate which will from time to time be determined at a Business Meeting of the Association. The membership fee is payable in advance and becomes due on 1 July of each year.

3.2.4 Any Institutional Member whose membership fee is paid up to date will be considered to be in good standing.

3.2.5 Any Institutional Member whose annual membership fee has not been paid by the due date will temporarily lose their membership privileges until the membership fee has been paid. The Committee may set a grace period before this takes effect.

3.2.6 Any Institutional Member whose membership fee is two years in arrears and has been duly notified of the fact at the address last known to the Association, will cease to be a member of the Association, but may re-apply for membership (Section 3.2.2).

3.2.7 Institutional Members will have the right to nominate 5 Members to act as representatives of that Institution and attend the Annual Business Meeting;

3.2.8 Those Institutional Members in good standing will have full voting rights in the Business Meeting (each representative present will have one vote) and their representatives will be allowed to stand for, and vote in, elections to the Committee

3.3 RETIRED MEMBERS

Any Ordinary Member may upon retirement request to become a Retired Member. Retired Members need not pay the annual membership fee, but will have all of the privileges of Ordinary Membership. Such request should be directed to the Secretary, who shall make the decision and inform the Committee.

3.4 HONORARY MEMBERS

Any Member may recommend for Honorary Membership any person of distinction who has contributed outstandingly to the Mission and Aims of the Association. Proposals for Honorary Members will be discussed and voted on by the Committee. Honorary

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Members need not pay the annual membership fee, but will have all of the privileges of Ordinary Membership.

3.5 ASSOCIATE MEMBERSHIP

3.5.1 The Committee may propose to the Business Meeting the establishment of an Associate Membership with another professional, scientific, medical or other organization supportive of the Mission and Aims of EEBA. If the Business Meeting votes in favour of the proposal, the organization in question becomes an Associate Organization of the EEBA.

3.5.2 The Committee should establish a reciprocal agreement with the other Organization to regulate the nature and terms of the cooperation. The agreement should also regulate financial and membership matters in the event of a termination of the Associate Membership.

3.5.3 The members of the other Organization may apply to become Ordinary Members of the Association at a reduced membership fee, with full membership privileges. Accordingly, Ordinary EEBA Members may also apply for membership in the Associate Organization at similar terms.

3.5.4 The Associate Membership may be terminated by the Committee at the request of the other Organization or by a vote taken in the Business Meeting.

3.5.5 The Committee may suspend the Associate Membership status of any organization that acts in violation of the Mission and Aims of EEBA or the reciprocal agreement. The Business Meeting may vote to terminate or to reinstate the Associate Membership at the next Business Meeting.

3.6 INVITED MEMBERS

The Committee may invite the President/Chair of other Organisations supportive of the Mission and Aims of EEBA to become an Invited Member for the duration of their post. Invited Members need not pay the annual membership fee but will have all of the privileges of Ordinary Membership except voting rights and eligibility for election.

4 ADMINISTRATION

4.1 The Association shall have an Administrative Secretariat to facilitate the interchange of information between Members of the Association and the Committee, and between Committee members, and to act as a focal point for the Association.

4.2 The Administrative Secretariat will be hosted by an Institution whose mission and aims are in congruence with those of the Association and the site of the Secretariat shall be agreed by the Committee.

4.3 The Secretariat will be staffed by an Executive Officer appointed by the Committee (Section 5.12).

4.4 The Executive Officer should be affiliated to the Institution hosting the Secretariat and the Director or Medical Director of the host Institution, as the legal

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representative of that Institution, must agree written terms to support the work of the Executive Officer.

- 4.5 If the Executive Officer is not affiliated with the Institution hosting the Secretariat, then he/she may be hired by that Institution on a freelance basis.
- 4.6 The host institution will receive appropriate reimbursement for the work undertaken by the Executive Officer in conjunction with the duties and requirements of the Administrative Secretariat. Reimbursement by the Association to the host institution must be approved by the Committee.

5 THE COMMITTEE

- 5.1 The business of the Association is conducted by a Committee made up of individuals who are Members of the Association. The elected members of the Committee comprise the President, who will Chair the Committee, Vice President, Secretary and Treasurer, and eight (8) other Members of the Association, at least one of which must be a technician. In addition, the Executive Officer, Directory Supervisor, the Website Manager, the organizer of the next Annual Meeting and the organizer of the previous year's Annual Meeting shall be ex officio members of the Committee. The immediate past President is welcome to remain on the Committee for the entire term of office of his/her successor as President, should he/she be willing. Other Members may from time to time be co-opted onto the Committee to fulfil specified duties.
- 5.2 Only the elected members of the Committee (see Section 5.1) shall have voting rights in Committee business which requires a decision by ballot.
- 5.3 The quorum for conducting business shall be two-thirds of the voting members of the Committee.
- 5.4 The Vice President and elected members of the Committee shall be elected by a postal or electronic ballot of Members of the Association. Newly elected Members of the Committee, including the Vice President, will take office on February 1 of the year following their year of election.
- 5.5 The ballot will be organized and overseen by the Secretary. The call for nominations for vacancies on the Committee will be sent out each year. If there is no more than one nomination for each vacancy, the nominees will be considered to be elected unopposed. If there are more nominations than vacancies, ballots shall be distributed at least 29 days before the next EEBA business Meeting to all Members entitled to vote (Sections 3.1.7 and 3.2.8), allowing 28 days for the return of votes. The Secretary and the Executive Officer will validate and count the votes. If the Secretary has been nominated for re-election to the Committee, the President will appoint another Committee member who has not been nominated for re-election to conduct and oversee the election

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process (i.e., the acceptance of nominations, the ballot, and the validation and counting of votes).

- 5.6 Nominations for Vice President and for vacancies on the Committee shall be proposed, and must be seconded, only by Members entitled to vote (see Sections 3.1.7 and 3.2.8). All nominees must be in good standing (3.1.4 and 3.2.4). Nominees for the Vice President must have previously served on the Committee.
- 5.7 Vacancies on the Committee occurring between ballots may be filled by co-option for the remainder of the vacant term of office. Candidates for co-option to the Committee shall be nominated by the President with the approval of the Committee
- 5.8 The President shall be the presiding officer of the Association, whose chief function is to guide and regulate the proceedings of the Committee and to coordinate the Association's key activities. Only the President, or someone specifically appointed by the President, may make statements on behalf of the Association. The President nominates a substitute for the Secretary when a ballot takes place and the Secretary is a Nominee (Section 5.5). The President approves or rejects nominations for the Chair and Members of SIGs (Section 6) and shall serve a three-year term of office.
- 5.9 The Vice President is the second officer of the Association and may perform the duties of the President during the President's absence. The Vice President shall serve a three-year term of office and will then automatically assume the Presidency.
- 5.10 Elected Members of the Committee, other than the President and Vice President, shall serve three-year terms of office. Members of the Committee who have come to the end of their terms of office may seek nomination and re-election to the Committee for a successive term. Those Members who have served two successive terms shall be required to have a gap of at least one year prior to seeking nomination and re-election.
- 5.11 The Committee shall distribute amongst its elected members the offices of Secretary and Treasurer and shall inform the full membership of the name of the holder of each post.
- 5.11.1 The Secretary has overall responsibility for the administration of the affairs of the Association. The Secretary will keep the minutes of all Committee and Business Meetings of the Association and present them for approval at the next meeting of the Committee or of the Association as appropriate. The Secretary formally accepts applications for membership (Sections 3.1.1 and 3.2.2) and is responsible for bringing them before the Committee, for informing the full Membership at the next Business Meeting of the Association and for maintaining an accurate record of the membership of the Association. The Secretary will also organize the annual ballot for posts in the Committee, validate and accept nominations, and count and validate the votes, unless the

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Secretary is a nominee. If the Secretary is nominated for re-election, he/she shall immediately inform the President so a substitute may be appointed (Section 5.5).

5.11.2 The Treasurer has overall responsibility on behalf of the Association for the management of the income and funds of the Association and oversees the commitment of funds in collaboration with the Executive Officer (Section 4). The Treasurer shall provide the Annual Meeting with a formal statement of the financial position of the Association.

5.12 The Executive Officer, the Directory Supervisor and the Website Manager shall be appointed by the Committee for a term of three years. The Committee may at any time vote to remove the holder of any of these posts if, in the view of the Committee, there has been a violation of the Mission or Aims of the Association or a failure to adequately carry out the required duties.

5.12.1 The Executive Officer is responsible for managing the day-to-day operations of the Administrative Secretariat on behalf of the Committee (Section 4). He/she reports directly to the President, and works in collaboration with the Secretary and Treasurer in the administration of the affairs of the Association and is responsible for receiving annual membership fees from Ordinary and Institutional Members. He/she also aids the Secretary in the counting and validation of votes in the annual ballot. If the Executive Officer wishes to be nominated for election to the Committee, he/she shall immediately inform the President so that a replacement Executive Officer can be appointed (Section 5.5).

5.12.2 Any statements issued by the Executive Officer or the Website Manager that may be considered official statements of the Association must be approved by the President (Section.5.8)

6 SPECIAL INTEREST GROUPS (also referred to as 'SIG')

6.1 Medical SIG

6.1.1 The Medical SIG shall be a standing SIG of the Association with responsibility for maintaining the EEBA "Minimum Medical Standards". The Medical SIG shall undertake a formal annual review of these standards which may be reviewed more frequently should the need arise. The review should take into account current professional guidance as well as relevant national and international standards. The Medical SIG shall make recommendations to the Committee for amendments and/or additions in the light of changing standards and practices (see Section 7).

6.1.2 The Technical Guidelines SIG shall be responsible for maintaining the EEBA "Technical Guidelines for Eye Banking" which should be reviewed as frequently as required, taking into account current technical practice as well as relevant national and international standards. The Technical Guidelines SIG shall make

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recommendations to the Committee for amendments and/or additions in the light of changing standards and practices (see Section 7).

6.2 The Committee may vote to form Extraordinary SIGs to formulate opinion or perform research in areas directly linked to the Mission and Aims of the Association, which are not covered by the Standing SIGs. Such SIGs will exist for a pre-determined period. The Committee may vote to extend the existence of the SIG for further terms or may make a proposal to the Business Meeting to convert an Extraordinary SIG into a Standing SIG as an Amendment to the EEBA Rules (Section 13). If the vote of the Members is not in favour, the term of that Extraordinary SIG may not be further extended.

6.3 SIG Membership.

6.3.1 The Chair of each SIG, who should preferably be a Committee member, shall be appointed by the President with the approval of the Committee

6.3.2 SIG Members shall be appointed by the Chair of the SIG with the approval of the President. Such Members, chosen for their particular expertise and experience in a relevant field, do not necessarily have to be Committee Members.

6.3.3 Committee Members may be appointed to more than one SIG with the approval of the Committee.

6.3.4 The Chair and Members of a SIG may be relieved of their SIG Membership by the President with approval of the Committee.

7 EEBA STANDARDS

7.1 The EEBA Standards are composed of the “Minimum Medical Standards” and the “Technical Guidelines for Eye Banking” and shall be considered the minimum acceptable principles for the practice of eye banking by Members of the Association.

7.2 The “Minimum Medical Standards” shall be reviewed by the Medical SIG (Section 6.1.1) and recommendations put to the Committee for approval.

7.3 The “Technical Guidelines for Eye Banking” shall be reviewed by the Technical Guidelines SIG (Section 6.1.2) and recommendations put to the Committee for approval.

7.4 Changes to the EEBA Standards approved by the Committee must be agreed by Members at a Business Meeting of the Association. At least 21 Members must be present and two-thirds of those voting must be in favour before any change is fully implemented.

7.5 In cases of extreme urgency, the President, on advice from the Chair of the Medical SIG and/or Technical Guidelines SIG and with the approval of the Committee, may recommend an interim change that is implemented with

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immediate effect. Interim changes must be agreed by Members at a Business Meeting as specified in Section 7.4 to become fully implemented.

8 MEETINGS

- 8.1 The Annual Business Meeting will usually be held in January of each year. This meeting will take place in conjunction with a professional and scientific meeting to which those who are not Members of the Association are welcome. Special Business Meetings, arranged with at least 28 days' notice to Members, may be held whenever there is EEBA business to transact that is sufficiently urgent to require a decision outside the Annual Business Meeting.
- 8.2 The Committee shall meet immediately prior to the Annual Business Meeting and at other such times as are deemed necessary for conducting the business of the Association.
- 8.3 The venue for the Annual Business Meeting shall be decided by the Committee after a formal call to host the Annual Meeting has taken place.

9 ELECTRONIC COMMUNICATION

Any one or more members of the Committee may participate in a Committee Meeting by means of a conference telephone or similar communications equipment or electronic screen communication (-e.g., Skype, GoToMeeting, or other conferencing software) allowing all persons participating in the meeting to hear simultaneously each other during the conversation. Participation by such means shall constitute presence in person at the Committee Meeting.

10 COMPENSATION

No Committee Member shall receive any salary or other form of compensation from EEBA in his or her capacity as a Committee Member. However, a Committee Member may receive a stipend, a per diem and/or reimbursement for expenses in the performance of EEBA duties, at the discretion of the Committee.

11 DIRECTORY

- 11.1 The EEBA Directory shall be produced on an annual basis and published in time for the Annual Business Meeting. Data from individual banks will only be published if at least one member of staff from that bank is a registered Ordinary Member.
- 11.2 One Member of the Association from each Eye Bank should be identified as the Corresponding Member for that Eye Bank.
- 11.3 It is the responsibility of the Corresponding Members to annually return data on request using the forms provided in order to compile a Directory of the

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Association. Failure to return data by the specified deadline may result in the Eye Bank not being listed in the Directory.

11.4 The Directory Supervisor oversees the collection and processing of data for the Directory, and the publication of the Directory. Additional support and editing staff may be appointed by the Directory Supervisor with approval of the President.

12 WEBSITE

12.1 The EEBA will maintain a Website to provide information about its Mission, Aims and further activities. The Website may be used for publishing of the EEBA Standards and the Directory as well as for further data collection and membership services.

12.2 The Website Manager oversees the development and maintenance of the Website. Additional support and staff may be appointed by the Website Manager with approval of the President.

13 RULES OF THE ASSOCIATION

The Rules of the Association can be altered only at a Business Meeting of the Association and only after adequate opportunity for discussion. No alteration will be made unless a minimum of 21 Members are present, and two-thirds of those voting are in favour.

14 AFFILIATION, MERGER, WINDING UP

The Association may affiliate to or merge with other organizations, or be wound up, on recommendation by the Committee and a simple majority vote of all Members, either at a Business Meeting of the Association upon giving four weeks' notice, or by written ballot.

15 INCOME AND PROPERTY

15.1 The income of the Association is to be used at the discretion of the Committee solely in furthering the interests of the Association and in pursuit of its Mission and Aims. In particular, the income serves to support the tasks of the Secretariat of EEBA and of the Executive Officer, the production of the Directory, the development and administration of the Website, and provide grants for technical and scientific staff to attend the Annual Meeting or to travel to other banks, and to fund a prize for the best presentation at the Annual Meeting.

15.2 In the event of the Association being wound up, any assets remaining after all outstanding accounts are paid will be directed to an object conforming to the Mission and Aims of the Association as directed by all Members of the Association provided that this does not prevent payment to Members of the Association for: i) reasonable remuneration for goods, labour or power supplied, or services rendered; or ii) reasonable interest for money lent; or iii) reasonable rent for any premises; or iv) reimbursement of expenses incurred with the approval of the Association.