



Biomedical Alliance in Europe

Internal Rules

Based on Statutes for BioMed Alliance from 05.12.21, this version of Internal Rules replaces the latest version of 2019. It was approved by the BoD on 25.09.2025 and presented to members of BioMed Alliance on 24.11.2025.

In this document selected articles from the current Statutes for BioMed Alliance (from 2021) are cited with full wording with **blue text**. The Internal Rules for BioMed Alliance relating to these specific articles in the Statutes are shown with **red text**.

Statutes: article 43.1

« To detail and complete the provisions of the Articles of Association, the Board of Directors may adopt, amend and/or revoke internal rules. The Board of Directors shall before adopting, amending and/or revoking the internal rules request the non-binding advice of the General Assembly. After having received the non-binding advice of the General Assembly, the Board of Directors shall resolve on the adoption, the amendment or the revocation of the internal rules. If the Board of Directors decides to deviate from the non-binding advice of the General Assembly, it shall substantially and precisely give reasons for its decisions in a special report. »

Internal rules are also mentioned in Statutes articles 11.2, 13.1, 25.2, 43.2, 46.5, 51.1

Internal Rules

- **The Board of Directors (BoD) will amend and/or add internal rules on an ad hoc basis**
- **Modifications proposed by the Board of Directors (BoD) will be compiled and presented to all members at the next upcoming Autumn meeting or Spring meeting in order to get advice from members**
- **When modifications or additions are proposed, the internal rules will be circulated to all members together with the agenda of the Autumn meeting or Spring meeting, with an invitation for comments electronically or at the upcoming meeting.**

The final version of new internal rules will then be circulated to all members, with explanations for any significant deviations from the non-binding advice from the members. This final version will be made available on the Biomed Alliance website.

Background and history

European medical academic societies have been cooperating on research projects and organising postgraduate education. In 2009, for the first time, a meeting of these societies was convened. The focus of the meeting was on cooperation with the European Commission with a view on strengthening the funding for medical research.



Biomedical Alliance in Europe

It was also intended to facilitate discussions on other policies related to European health research and on enhancing the visibility of EU health research.

In 2010, the European Association of the Study of Diabetes (EASD), the European Society of Cardiology (ESC), the European CanCer Organisation (ECCO) and the European Respiratory Society (ERS) jointly founded the Alliance for Biomedical Research in Europe. The BioMed Alliance expanded over the subsequent years and its members started cooperating on an increasing number of topics related to health policy. During the general assembly in 2018, members decided to change the name to 'Biomedical Alliance in Europe' to reflect the wider focus beyond just health research policy. Members are now cooperating and adopting common positions on a range of subjects from health research to continuing medical education and the regulatory framework for medical devices, clinical trials and health data.

In pursuit of its goals and objectives, the Biomedical Alliance in Europe may generate the required financial revenue from membership dues, charitable support or any other source that the Board of Directors may, in its sole discretion, deem constructive and appropriate. However, in order to guarantee its impartiality and independence the Alliance will not accept donations or any other income directly from for-profit health related commercial companies.

Members: Full members and Associate members

Full members (Statutes: Article 7)

7.1 The category of Full Membership is open and accessible to any legal entity cumulatively meeting the following criteria:

- i. Having the legal personality;
- ii. Being duly constituted in accordance with the laws and practices of its country of origin;
- iii. Being a non-profit legal entity, i.e. a legal entity which pursues a disinterested purpose and does not distribute between its founders, members and/or directors the profits it generates in the framework of its disinterested purpose;
- iv. Having its registered office in Europe;
- v. Representing healthcare professionals and/or researchers in the biomedical field on European level; and
- vi. Having a significant interest in basic, clinical or translational research and/or also in health policy issues and continuing professional education.

7.2 Full Members shall enjoy all membership rights, including voting rights.



Biomedical Alliance in Europe

Associate members (Statutes: Article 8)

8.1 The category of Associate Membership is open and accessible to any legal entity cumulatively meeting the following criteria:

- i. Not meeting the criteria to be eligible as a Full Member;
- ii. Having the legal personality or not;
- iii. Being duly constituted in accordance with the laws and practices of its country of origin; and
- iv. Wishing to support and/or to contribute to the work of BioMed.

8.2 Associate Members shall have the rights specifically granted to them in or pursuant to these Articles of Association. These rights shall not include voting rights at the General Assembly.

8.3 If the rights specifically granted to and/or the obligations of the Associate Members pursuant to these Articles of Association are amended in accordance with Article 46 of these Articles of Association, the Associate Members shall neither be consulted nor have voting rights.

Internal rules

Invitation to membership of BioMed Alliance will be based on the following operational definitions of full members and associate members.

Full members:

The category of Full Membership is open and accessible to any legal entity cumulatively meeting the following criteria:

- i. Having a legal personality;*
- ii. Being duly constituted in accordance with the laws and practices of its country of origin;*
- iii. Being a non-profit legal entity, i.e. a legal entity which pursues a disinterested purpose and does not distribute between its founders, members and/or directors the profits it generates in the framework of its disinterested purpose;*
- iv. Having its registered office in Europe (as defined in the statutes article 3.4);*
- v. Representing at European or global level at least one of the following categories of members*

1) individual healthcare professionals and/or researchers in a certain biomedical or medical field; OR



Biomedical Alliance in Europe

- 2) representing national or international biomedical and/or medical associations or organisations in a certain biomedical or medical field; OR*
- 3) representing a combination of these types of members*
- vi. Having a significant interest in basic, clinical or translational research and/or in health policy issues and/or continuing professional education.*

Associate members:

The category of Associate Membership is open and accessible to any legal entity cumulatively meeting the following criteria:

- a. European association or organisation not meeting the criteria to be eligible as a Full Member; **and***
- b. Non-profit association or organisation, i.e. an entity which pursues a disinterested purpose and does not distribute between its founders, members and/or directors the profits it generates in the framework of its disinterested purpose; and*
- c. Representing individual members or non-profit member associations or organisations*
- d. Having a legal personality;*
- e. Being duly constituted in accordance with the laws and practices of its country of origin; and*
- f. Wishing to support and/or to contribute to the work of BioMed Alliance.*

Members Benefits (full members):

- Access to a large multi-professional platform where members can share perspectives and achieve consensus on common positions*
- Ability to combine and capitalise on members' complementary strengths and capabilities to achieve common goals and reduce resource intensive duplications of effort*
- Enhanced ability to influence EU policy by having the combined perspective of a large number of diverse members represented in policy debates*
- Ability to contribute to the development of policy positions on issues of common interest*
- Ability to have one representative attend the Spring meeting and the GA with full voting rights*
- Ability to nominate a representative and his/her delegate for election to the BoD*
- Ability to nominate representatives to take part in BioMed Alliance committees, task forces and working groups*



Biomedical Alliance in Europe

Members Benefits (associate members)

Associate members will be granted the right to participate in the Spring and the Fall General Assembly as observers (without voting rights), and will receive the BioMed Alliance newsletter.

Members Duties (Full and Associate members)

- *Members are expected to contribute to the success of the BioMed Alliance:*
 - *by helping to promote the position papers, the Code of Conduct, and other publications among their own members and through their own communications channels*
 - *by being open and transparent about their own future plans in policy*
 - *by paying the annual membership dues*

Members: Meetings, proxies, voting majority and votes

18.1 The General Assembly shall meet at least once a year upon convening by the Board of Directors, and at such time and place as determined in the convening notice. A meeting of the General Assembly entrusted with the approval of the annual accounts and the budget shall be held within six (6) months following the end of the financial year (hereafter: "Ordinary General Assembly"). Each year, the Board of Directors shall determine the exact date of the Ordinary General Assembly.

18.2 A meeting of the General Assembly shall be convened at any time by the Board of Directors whenever required by the interests of BioMed. A meeting of the General Assembly shall also be convened by the Board of Directors at the written request of at least one fifth (1/5) of the Full Members. In this last case, the Board of Directors shall convene the General Assembly within twenty-one (21) calendar days after the request of convening of the Members. The General Assembly shall take place at the latest on the sixtieth (60th) calendar day following this request.

Internal rules

The ordinary general assembly takes place in November/December each year (« Autumn meeting »). Here members will vote on the budget for the next year and elections for BoD will take place.

A general assembly will also take place in April /May each year (« Spring meeting »). Here members will vote for the final account financial status of the previous calendar year, and be informed about membership fees for the following calendar year.

Other issues, such as e.g. revision of internal rules, or revision of statutes may take place at either of those meetings.



Biomedical Alliance in Europe

19.1 Each Member shall endeavor to be physically present at the meetings of the General Assembly.

19.2 Each Member shall have the right, via regular means of communication, always with copy to the Executive Director via similar means, to give a proxy to another Member of its membership category to be represented at a meeting of the General Assembly. No Member may hold more than one (1) proxy.

Internal rules

The BoD has the power to decide whether the Autumn meeting or the Spring meeting will take place as a face-to-face meeting, as a hybrid meeting, or as an online meeting. The decision on meeting format should be announced as soon as possible and preferably at least 2 months in advance to members. For meetings announced as face-to-face meetings, members should aim to be present physically.

In force majeure situations the BoD has the power to change the meeting format from face-to-face to online.



Biomedical Alliance in Europe

21.3 Unless otherwise stipulated in these Articles of Association, decisions of the General Assembly shall be validly adopted if they obtain at least a majority of fifty percent (50%) plus one (1) vote of the votes cast by the Full Members present or represented.

21.5 The votes are issued by a call out, or by a show of hands, unless a secret ballot is requested by at least one third (1/3) of the Full Members present or represented. By derogation to the preceding sentence, the votes relating to the election of the directors are issued by a secret ballot.

21.6 Provided that the possibility to participate to the General Assembly via electronic means of communication has been granted by the Board of Directors and is detailed in the convening notice, a duly convened meeting of the General Assembly shall be validly held even if all or some of the Members are not physically present or represented, but participate to the General Assembly via any electronic means of communication made available by BioMed, such as a telephone, video or web conference, that allows (i) BioMed to verify the membership category and identity of the Members, (ii) the Members to take direct, simultaneous and uninterrupted notice of the discussions during the meeting and, if applicable, to exercise their voting rights with respect to all matters on which the General Assembly is required to decide and (iii) the Members to participate to the deliberations and ask questions. The Board of Directors shall set up the practical procedures to organise the vote via electronic means in practice. In such a case, the Members shall be deemed present at the place where the meeting of the General Assembly is held. The members of the bureau of the General Assembly, which is at least the chairman of the General Assembly, cannot participate in the General Assembly via electronic means of communication.

21.7 Provided that this possibility has been granted by the Board of Directors and is mentioned in the convening notice, the Full Members may vote via electronic means during a meeting of the General Assembly. The Board of Directors shall set up the practical procedures to organise this in practice, and shall ensure that the system for electronic voting used allows for (i) the verification of the membership category and identity of the Full Members having expressed their vote and (ii) the control of compliance with the prescribed time limit.

Internal rules.

- *Election and voting process:*
 - *The BoD elections will take place every year at the November GA*
 - *The election will take place early enough during the GA meeting to allow a maximum of voters' presence*
 - *The applications and supporting letters for candidates will be circulated to all members at least 4 weeks before the GA meeting.*



Biomedical Alliance in Europe

- *During the GA meeting, the president will ask the candidates to introduce themselves during approximately 3 minutes*
- *The elections will be by secret ballot, one vote by member society present at the meeting.*
- *Whenever possible the votes should be conducted by electronic votes.*
- *The BoD may decide that members should vote via electronic means even in the case of face-to-face meetings.*
- *The ballot paper (electronic voting sheet) will list candidate(s) name, first name, member society,*
- *The vote counting will be assumed by 1 Board member + one GA representative (the President will ask the GA to nominate a volunteer among the non-candidate member society representatives)*
- *In the case of elections of candidates for the BoD : if there are more than 2 candidates, and none of the candidates receives at least a majority of 50% plus 1 vote of the votes cast by the full members present or represented, a new vote on the two candidates with the highest number of votes will take place.*
- *The President will verbally announce the result of the elections before the end of the GA meeting*
- *The staff will carefully archive the ballot papers or electronic ballots*

Board of Directors: Composition and Meetings

24.6 Except for the directors appointed in accordance with Article 24.13 and Article 24.14 of these Articles of Association, the term of office of the directors enters into force on the 1st of January following their election and is a three (3) years term, once renewable in a row. A director may only be re-elected by the General Assembly provided that at least half of the directors agree on such re-election. By derogation to the above, the mandate performed by a director pursuant to Article 24.13 and Article 24.14 of these Articles of Association shall not be taken into account for the computation of the number of terms of office. A director whose mandate has been renewed once may only be re-elected for a new three (3) years term, renewable once in a row, after the expiration of a one (1) year period.

Internal rules

If an elected Board member wishes to renew his/her commitment for a second term of 3 years, it will be subject to GA approval. but will need first to be co-opted by simple majority of the Board members.

For BoD members appointed by Founding members, the term of office comes into place on 1st of January following the election and is a 3 year term, renewable once. If an appointed board member wishes to renew his/her commitment for a second period, he/she must be re-appointed by the Founding society after discussion between CEO and/or Presidents of Biomed Alliance and the Founding member



Biomedical Alliance in Europe

society, but will need first to be co-opted by simple majority of the Board members. The GA will be informed about the (re-)appointment.

24.9 Each Full Member may propose one (1) candidate director to the Board of Directors at least two (2) months in advance of a meeting of the General Assembly at which one or more director(s) will be elected. The Board of Directors shall inform the Full Members as soon as a new election by the General Assembly is necessary. The Board of Directors, taking into account the composition criteria set out in Article 24.3 of these Articles of Association shall draw up a list of all proposed candidate directors. The list shall be attached to the agenda of the meeting of the General Assembly at which one or more director(s) will be elected. If there is no list or an incomplete list of candidate directors, the General Assembly may freely elect without any formality one or more director(s) out of the natural persons being members of the Full Members.

Internal rules

Applications from candidates to the board of directors will be composed of:

- ◊ *1 supporting letter signed by the member society President (or, if the candidate is the president, then a supporting letter signed by another representative from the volunteer leadership of the member society).*
- *1 letter signed by the candidate including:*
 - *a photo of the candidate*
 - *a maximum two-pages CV*
 - *a short paragraph describing his/her motivation*

26.1 The Board of Directors shall meet every time the interests of BioMed so require and at least once a year, upon convening by the President or at the request of two (2) directors, acting jointly, and at such time and place as determined in the convening notice. If the President is unable or unwilling to convene the Board of Directors, the Board of Directors shall be convened by the Past-President. If the President and the Past-President are both unable or unwilling to convene the Board of Directors, the Board of Directors shall be convened by the President-Elect. If the President, the Past-President and the President-Elect are all unable or unwilling to convene the Board of Directors, the Board of Directors shall be convened by the oldest director (in age).



Biomedical Alliance in Europe

28.1 Convening notices for the Board of Directors shall be notified to the directors by the Executive Director via regular means of communication at least twenty-eight (28) calendar days before the meeting of the Board of Directors. In case of emergency, the President may resolve to reduce the convening period to seven (7) calendar days. The convening notices shall mention the date, time and place of the meeting of the Board of Directors. In addition, the convening notices shall mention if the directors can vote electronically. The agenda and the material documents necessary for the discussion shall be attached to the convening notices. The agenda of the meetings of the Board of Directors shall be prepared by the Executive Director and adopted by the President. If the President is unable or unwilling to adopt the agenda, the agenda shall be adopted by the Past-President. If the President and the Past-President are both unable or unwilling to adopt the agenda, the agenda shall be adopted by President-Elect. If the President, the Past-President and the President-Elect are all unable or unwilling to adopt the agenda, the agenda shall be adopted by the oldest director (in age).

28.2 Each director shall have the right to propose an additional item to be included on the agenda of the Board of Directors, which shall be notified via regular means of communication to the President at least twenty-one (21) calendar days before the meeting. In such a case, the President shall inform the directors of the additional item(s) on the agenda of the Board of Directors via regular means of communication at least fourteen (14) calendar days before the meeting of the Board of Directors.

28.3 No vote shall be cast regarding an item that is not listed on the agenda, except if at least two-thirds (2/3) of the directors are present at a meeting of the Board of Directors and at least two-thirds of the directors present vote to proceed with such vote.

Internal Rules

The BoD may meet by phone or video conference, however the BoD should aim to meet face-to-face at least twice per year, preferably before the Spring meeting and before the November GA

Call for meetings are sent well in advance, at least 3 days prior to the meeting. The agenda will be prepared by the President in collaboration with the executive director and the executive committee.

The agenda should clearly state whether a formal vote has been planned for any of the issues on the agenda.

Minutes are prepared by the executive director and should be approved (by email) by the President and the BoD members present. Minutes are sent for information to board members not present and are kept and stored by the executive office.



Biomedical Alliance in Europe

Board of Directors: Executive committee

35.1 The Executive Committee shall be composed of the following four (4) members:

- (a) The President-Elect shall be as of right a member of the Executive Committee;
- (b) The President shall be as of right a member of the Executive Committee;
- (c) The Past-President shall be as of right a member of the Executive Committee; and
- (d) The Treasurer shall be as of right a member of the Executive Committee.

36.2 The Executive Committee shall have the powers specifically granted to it by these Articles of Association. The Executive Committee shall in particular have the following powers:

- (a) Prepare the meetings of the Board of Directors;
- (b) Make proposals to the Board of Directors; and
- (c) In collaboration with the Executive Director, execute the decisions of the Board of Directors.

37.1 The Board of Directors shall determine among others the conduct of meetings and governance, convening modalities and drafting of agendas, presence quorums, voting majorities and voting procedures, and drafting of minutes of the Executive Committee.

Internal Rules

- *The BoD shall delegate to the Executive Committee the authority to take decisions concerning urgent matters, such as:*
 - *non-strategic decisions*
 - *the preparation of the overall plan, budget, objectives, results and other information necessary for the BoD*
 - *the execution of decisions taken by the BoD*
- *The Executive Committee will meet by phone or videoconference on an ad hoc basis, but will also meet face-to-face together with the full BoD at least twice a year.*
- *The Executive Committee will report to the BoD at each Board meeting.*



Biomedical Alliance in Europe

Standing Committees, Working Groups, and Task Forces

38.1 The Board of Directors may establish and delegate tasks to one or more Standing Committee(s), Working Group(s) and/or Task Force(s).

38.2 A Standing Committee is a permanent group of experts or leaders formed to work on one or more specific recurrent topics.

38.3 A Working Group is a temporary group of a limited number of experts working together on a specific topic or issue, with the mission to produce a position paper, an article, or recommendations related to the subject.

38.4 A Task Force is a group of experts formed to work on a specific project, or to solve a problem that requires involvement of all Members interested in or impacted by the identified issue.

38.5 The Board of Directors shall determine amongst others the mission, composition, powers, conduct of meetings and governance, convening modalities and drafting of agendas, presence quorum, voting majority and voting procedures, and drafting of minutes of the Standing Committee(s), the Working Group(s) and the Task Force(s).

38.6 The Standing Committee(s), the Working Group(s) and the Task Force(s) shall not represent BioMed vis-à-vis third parties.

38.7 The Standing Committee(s), the Working Group(s) and the Task Force(s) shall always act under the responsibility of the Board of Directors and shall report periodically to Board of Directors on its/their activities, and/or at the request of the Board of Directors.

38.8 The Standing Committee(s), the Working Group(s) and the Task Force(s) may invite one or more third party(ies) to attend without voting rights one or more meeting(s) or part(s) of meeting(s) of the Standing Committee(s), Working Group(s) and Task Force(s).

Internal rules

It is the responsibility of the board to appoint chairs of Standing Committees, Working Groups, and Task Force.

The chair of a Standing Committee or Task Force will normally serve a term of 3 years, renewable once.

The chair will normally not be a member of the Board of Directors.



Biomedical Alliance in Europe

Each Standing Committee or Task Force will have a Board representative who will participate in Committee/TF meetings and activities, support the chair and report to the Board of Directors alongside or independently of the chair.

The role of Board representative will cease on termination of her/his mandate on the Board.

An ex-Board member may act as a Standing Committee or Task Force chair.

Choice of Standing Committee or Task Force chairs will be decided by the Executive Board, after request for expression of interest to members of the Standing Committee or Task Force.

Standing Committee chairs are invited to join part or all of Board meetings, at the discretion of the Board of Directors.