

The European Cancer Concord (ECC)

**Draft Constitution and
Articles of Association**

1.0 NAME AND REGISTERED OFFICE

The European Cancer Concord (ECC), a not-for-profit organization, was established by the Society for Translational Oncology (STO). STO obtained funding from donors and convened and initiated the work of the ECC. (STO is a legal entity in the United States of America and it has created the ECC as a legal entity within that jurisdiction). The name, **THE EUROPEAN CANCER CONCORD**, is abbreviated as the **ECC** (hereafter "Association"). The full and abbreviated names of the Association may be used separately.

The Association has its registered office located at the University of Leeds, St James University Hospital, Beckett Street, Leeds LS9 7TF, UK.

The Association's seat may be transferred to any other location by decision of the Executive. Every decision of transfer shall be published within one month on the website of the Association.

2.0 THE GOALS OF THE ASSOCIATION

The Association shall not have any profit motive. The goals of the Association shall be to implement the European Cancer Patient's Bill of Rights (BoR), ensuring that every European citizen should:

- receive the most accurate information and be proactively involved in his or her care
- have optimal and timely access to appropriate specialised care, underpinned by research and innovation
- receive care in health systems that ensure improved outcomes, patient rehabilitation, best quality of life and affordable health care

ECC will develop a number of different approaches in order to be a catalyst for change and to embed the ideals of the BoR into activities to improve cancer outcomes in Europe. ECC will

- Publish a clear implementation strategy and updates of the BoR as appropriate
- Collaborate with and support other relevant organizations at European and National levels
- Deliver evidence based papers to inform improvements in cancer control
- Initiate specific workstreams, often in collaboration with relevant cancer organizations
- Actively strive to ensure that the BoR and work derived from it are fit for use to inform National Cancer Control Plans (NCCP) in Europe

The Constitution of the Association will be reviewed biennially (from the date when finalised) to ensure that it can deliver on its goals.

3.0 POWERS

The Association has the authority to undertake activities that are calculated to further its goals or are conducive or incidental to doing so. The Association shall have power:

- to raise funds and to invite and receive contributions provided that, in raising funds, the Association shall conform to any relevant legislation and will publish its accounts annually (Article 8.0);
- to co-operate with and to exchange information and advice with any organization or body established anywhere in the world the activities of which, in the opinion of the Executive (Article 5.0) , further all or any of the Association's goals;
- subject to Article 8.0, to employ such staff as are necessary for the proper pursuit of the Objectives and to make all reasonable and necessary provision for the payment of pensions and superannuation to staff and their dependants;
- subject to Article 8.0, to engage and pay professional and other advisors;
- to do all such lawful things as will further the aims of the Association.

4.0 MEMBERSHIP

The Membership of ECC shall consist of distinguished leaders of the European Oncology Community.

- The initial Membership of ECC will consist of the authors of the BoR.
- Additional members can be invited to join the ECC, by the Executive, based on the contribution they are likely to make to the Goals of the Association.
- Additional members may also be proposed by current members and must be supported by at least 3 existing members, with the final decision on membership resting with the Executive.
- Where it is considered membership would be detrimental to the goals of the ECC, the Executive shall have the power to refuse membership, or may terminate or suspend the membership of any member by resolution passed at a meeting of the ECC Executive.
- Any member of the Association may resign his/her membership by providing the Chairperson with written notice.
- Members will be elected for a period of up to three years but may be re-elected for further three year terms

5.0 SETTING UP THE LEADERSHIP TEAM AND EXECUTIVE

ECC was established by STO who appointed Joint Chairpersons (Professors Patrick Johnson and Thierry le Chevalier and a Steering Group. The Chairpersons and STO subsequently appointed the President (Professor Peter Selby), Sept 2014-2017) and two Vice-Presidents (Professors Mark Lawler and Ian Banks and they appointed a Consultant Advisor (Ms Kate Law) to ensure a balanced representation of cancer professionals and patients on the Leadership Team.

- The Chairperson of ECC should become the Chairperson of the Executive for two years (Sept 2016-2018)
- The Chairmen and Leadership Team will establish the full Executive (6–10 members) by openly seeking expressions of interest from members, selecting an appropriate number and mix of Executive Members by consensus or, if needed by simple majority voting
- Present the proposed Executive Members to the Ordinary Members for confirmation via electronic mail.
- Identify Executive Members to serve for either two or for three years to ensure an appropriate staged turnover of membership.

6.0 EXECUTIVE

The Association shall be governed by an Executive composed as follows:

- A Chairperson, appointed through an agreed process
- The Leadership Team as defined below:
 - an additional 6-10 Executive Members to be approved through an agreed and published process to include annual nominations from the Ordinary Members. There will be a balance of patients/advocates and professionals on the Executive and a breadth of expertise amongst the professionals.
 - a representative of STO

Membership of the Executive will be for three years with the option for an extension of up to 3 years to ensure a balance of expertise and rotation. The Chairperson of the Executive should serve for 3 years and this term of office should not be synchronous with that of the President.

The Executive shall be primarily responsible for defining the strategy and policies of the Association and shall act in governing the Association, including but not limited to the following:

1. Approving the annual report to be presented by the President on the management of the Association, including structural and activity reports.
2. Appointing the President and Vice-Presidents
3. Determining the overall strategic direction in line with the vision and mission of the Association.
4. Identifying the activities to be performed by the Association.
5. Approving the overall plan and budget of the Association

The Executive will meet once every year in advance of the AGM. In matters of urgency, Extraordinary Meetings of the Executive need not be in person and may be held in a manner stated in the notice of the meeting, including by telephone or video conference provided that: at least one (1) week's notice is given to all members of the Executive, together with an agenda and sufficient information to make a decision on the points listed on the agenda.

7.0 LEADERSHIP TEAM

The Leadership Team shall be composed of equal numbers of professionals and patients comprising:

- A President appointed by the Executive
- Two Vice-Presidents appointed by the Executive
- An expert advisor appointed by the President

The Leadership Team will be supported by a Project Officer and Senior Administrator.

The Term of Office of the Leadership Team will be 3 years with extensions to be granted by the Executive.

The Leadership Team's responsibilities shall include:

- Proposing the Association's vision and mission and presenting it to the Executive for approval.
- Determining the overall strategic direction in line with such vision and mission.
- Making non-strategic decisions relating to the daily management of the Association and identifying the activities to be performed by the Association.
- Developing the overall plan, objectives and budget to be presented to the Executive and Members of the Association for approval.
- Execution of decisions taken by the Executive. The Executive shall delegate to the Leadership Team the authority to take decisions that cannot wait to be handled by the Executive and/or decisions implementing resolutions adopted by the Executive.

The Leadership Team will meet monthly, via teleconference, subject to availability and hold face-to-face meetings four times a year. A minimum of two Leadership Team members must participate in the teleconferences in order to be quorate and all must be present for face-to-face meetings. These meetings shall enable the Association to discuss actions, monitor progress against the goals and consider future developments.

It shall be the responsibility of the President to chair all meetings of the Leadership Team or a designated deputy in his/her absence. All meetings must be minuted and accessible to interested parties.

8.0 OFFICERS

The Officers of the ECC consist of:

- The President and 2 Vice Presidents
- A project manager
- An expert advisor
- A senior administrator
- A representative (legal/finance) from the University of Leeds may attend in an *ex officio* capacity

9.0 FINANCE

- The ECC is supported by a grant from STO for the period October 1st 2015 to September 30th 2017.
- STO grant funds must be used solely for the purposes set out in Article 2.0 of the constitution. Any variation from the grant proposal must be approved in advance by STO.
- Any unspent funds must be returned to the STO within 60 days of the expiry of the grant.
- The Association shall endeavor to raise additional longer-term funding (both commercial and non-commercial) in support of delivering on its objectives.
- Any funds acquired by the Association (through STO and other organizations) shall be paid into an account operated by the Executive in the name of the Association and held by the University of Leeds. All funds must be applied to the objectives of the Association and for no other purpose. A statement of accounts will be published annually.

A strict funding policy applies in that the Association's strategy will not be influenced by companies or organizations that financially support the work and activities of ECC. The Association will work with partners who provide unrestricted funding to support the goals of the Organization. The principles that govern ECC funding policy are:

Independence: ECC avoids reliance on a single company or public organization

Transparency: ECC will sign an agreement with every funder, keeping a record of the amount and the purpose of the funding and will acknowledge our funders on our website and in our work

Unconditionality: ECC will accept funding that does not impose conditions of acceptance and that contributes to fulfilling our goals

10.0 ALTERATION OF THE CONSTITUTION

The Constitution of the ECC should be seen as a 'living document'. It will be reviewed/renewed on a biennial basis.

- Any change to this Constitution must be agreed by the Executive.
- Amendments to this Constitution must be conveyed to the President, formally in writing.
- Dissolution of the Association must be conveyed to the President, formally in writing.

11.0 DISSOLUTION

The Association may be dissolved by a resolution passed by a simple two-thirds majority of members.