

Constitution - Article 4

EXECUTIVE COMMITTEE

4.1. Executive Committee

The activities of EHDN shall be coordinated by an Executive Committee consisting eleven voting members as follows:

- nine persons elected by the EHDN membership (the “Elected Members”),
- one person appointed by the European Huntington’s Disease Association, and
- one person appointed by CHDI Foundation, Inc

The chairs of EHDN standing committees and the designated administrator of Central Coordination shall be ex officio members of the Executive Committee and shall not have voting rights for Executive Committee business.

4.2. Elected Members – Qualification; Classes

The Elected Members of the Executive Committee must be regular members of EHDN and shall be divided into two, as nearly equal as possible, classes. Each Elected Member shall serve for a four-year term ending on the date of the second Plenary Meeting following the Plenary Meeting at which such Elected Member was elected, provided, that the term of each Elected Member shall be subject to the election of her or his successor and to the earlier vacancy in her or his office as further described in this Constitution, and, provided further, that terms of each class of Elected Members shall be staggered so that one class is elected at each Plenary Meeting. An Elected Member is not eligible to serve for more than two consecutive terms.

4.3. Chair and Co-chair

Following the election of new Elected Members of the Executive Committee, the members of the Executive Committee shall meet and select from among their number a person to be the Chair and a person to be the Co-chair. The Chair and Co-chair shall serve until their successors are selected in accordance with this Constitution. The Chair and the Co-chair may separately be removed by majority vote of the Executive Committee. The Chair shall preside at all meetings of the Executive Committee except that in the absence of the Chair the Co-chair shall preside.

4.4. Vacancies; Replacements

In the event of the death, resignation or vacancy of the Chair, the Co-chair shall succeed the chair for the balance of his or her elected term. In the event of the death, resignation or vacancy of the Co-chair (including as a result of her or his succession to the Chair as described above), the Executive Committee shall appoint a replacement from among the other members of the Executive Committee. Such replacement shall be approved by majority vote of the voting members of the Executive Committee. In the event of the death, resignation or vacancy of an Elected Member of the Executive Committee, the position shall remain vacant until the next Plenary Meeting, at which time the voting membership of the EHDN shall elect a replacement to complete the remaining term of the departing member. In the event of the death, resignation or vacancy of an appointed member of the Executive Committee, a replacement member may be appointed by the organization that appointed the departing member.

4.5. Meetings

The Executive Committee shall meet at least quarterly. Members of the Executive Committee may attend such meetings through conference calls or other means of communication by which all persons participating in the meeting are able to hear each other. Any act of six or more voting members of the Executive Committee present at a meeting shall be the act of the Executive Committee unless a greater number is required by this Constitution. The Executive Committee may act without a meeting if, prior to or subsequent to the action, each member of the Executive Committee consents to the action.

4.6. Responsibilities

The EHDN Executive Committee shall

- oversee the activities of EHDN, including Central Coordination and Language Area Coordination,
- oversee the development and maintenance of the infrastructure of EHDN,
- ensure continued funding of the infrastructure of EHDN including proposing and overseeing potential dues, fees or surcharges for EHDN,
- evaluate and, if appropriate, endorse non-clinical and clinical projects and as set forth in Article 8,
- evaluate and, if appropriate, grant access to data or biomaterials or both as set forth in Article 9,
- convene Plenary Meetings and report to the members thereof, and
- adopt such by-laws, rules and policies not inconsistent with this Constitution as considered necessary or useful to further the mission of EHDN.