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Title:	Proposal for the modification of Articles of Association		
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According to art. 16 of the Articles of Association, the proposal of the following amendment to the art. 12 of the Articles of association is put on the Agenda of the General Assembly to be held in Vienna on 8th and 9th May 2015:

Present text	Proposal of modification
<p>Art. 12 – The votes</p> <p>a. The number of members taken into account for each Association is the average of the last two years. For new Associations, the number is that of the current year. Only the Associations whose membership fees are up to date are allowed to vote. An Association is considered as being up to date in this regard if it has paid its membership fees for the previous year when the election is carried out during the first six months of the year and the fee for the current year when the election is carried out during the second six months of the year.</p> <p>b. Each Delegation holds one vote. All decisions are reached by a simple majority vote of the Delegations present or represented. However, when at least two Delegations of different Countries request it, and always in the case of an election, the vote of each Delegation is weighted in accordance with the number of members represented, at the rate of one vote per 200 members or fraction higher than 100. The majority is then calculated according to the number of votes.</p> <p>c. For elections, the result of the voting is acquired on the basis of the simple majority of present or represented members. If no candidate reaches the required number of votes in the first round, the second round is performed with the two candidates who reached the highest number of votes in the first round. Voting is carried out by secret ballot for</p>	<p>Art. 12 – The votes</p> <p>a. The number of members taken into account for each Association is the average of the last two years, but not more than 24% of the total membership of all Associations. For new Associations, the number is that of the current year. Only the Associations whose membership fees are up to date are allowed to vote. An Association is considered as being up to date in this regard if it has paid its membership fees for the previous year when the election is carried out during the first six months of the year and the fee for the current year when the election is carried out during the second six months of the year.</p> <p>b. Each Delegation holds one vote. All decisions are reached by a simple majority vote of the Delegations present or represented. However, when at least two Delegations of different Countries request it, and always in the case of an election, the vote of each Delegation is weighted in accordance with the number of members represented, at the rate of one vote per 200 members or fraction higher than 100. The majority is then calculated according to the number of votes.</p> <p>c. For elections, the result of the voting is acquired on the basis of the simple majority of present or represented members. If no candidate reaches the required number of votes in the first round, the second round is performed with the two candidates who reached</p>

<p>elections, or when requested by at least two Delegations of different Countries.</p> <p>d. A Delegation may give a written proxy to another Delegation. To be valid, all proxies must be transmitted to the Secretary General before the vote. No Delegation may hold over 1/3 of the votes, proxies included.</p> <p>e. Each Delegation may request that its opposition or abstention be indicated on the minutes and on the resolutions adopted.</p>	<p>the highest number of votes in the first round. Voting is carried out by secret ballot for elections, or when requested by at least two Delegations of different Countries.</p> <p>d. A Delegation may give a written proxy to another Delegation. To be valid, all proxies must be transmitted to the Secretary General before the vote. No Delegation may hold over 1/3 of the votes, proxies included.</p> <p>e. Each Delegation may request that its opposition or abstention be indicated on the minutes and on the resolutions adopted.</p>
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Argumentation:

In some discussions during previous General Assemblies (GA), it was pointed out that the present statutory structure of FEMS is not suitable to accept large new organizations due to a large disproportion between the number of members of the present FEMS members and the number of members of some potentially new member-associations. This is particularly the case of big countries, not yet represented in FEMS, that have a single or far-most representative national medical organization that defends the interests of the employed doctors. With such adhesions, under the present articles of association, those organizations would gain a considerable voting power in the GA which could in extreme cases reach almost the simple majority of all votes. Even in cases where one single association would not hold the majority, its votes would probably be decisive in all issues where there is no consensus among all other associations. Such an association would also have a decisive impact on the composition and functioning of the Board.

In order to protect FEMS from the influence of any such association, but on the other hand to make it possible to negotiate adhesions of larger associations, the FEMS Board proposes to modify art. 12 of Articles of Association where the number of members taken into account for a single association, cannot exceed 24% of all members of all associations together. By this modification, no present FEMS association would be affected, so this is just a preparatory step for any hypothetical large adhesion. To the Board, it seems more convenient to provide for such a modification on the hypothetical grounds already. It would be embarrassing if the modification was tailored only on the occasion of a concrete adhesion because the new coming association would probably find such an ad-hoc modification rather hostile.

Delegations are called to study the proposal, make comments and, if necessary, propose another version of the amendment of the relevant article. The deadline for responses is a week before the General Assembly in Vienna.