

European Society for Mitochondrial Research and Medicine (E-mit) Charter

Article 1: Foundation and Name

This organization was founded, after several online meetings, on March 9th 2022, by an online meeting of sixty-three founding members (listed at the end of this chart). It will be named the European Society for Mitochondrial Research and Medicine (E-mit).

Article 2: Registered Seat.

The registered seat of the E-mit will be the E-mit Secretariat Office. At the time of the foundation, the Secretariat Office is SienaCONGRESS (www.sienacongress.it), located in Siena, Italy.

Article 3: Objectives and Purpose

Section 1

E-mit will be open to all scientists, clinicians, patients' associations, companies and other key stakeholders working in the fields of mitochondrial research and medicine, irrespective of nationality, race, gender, sexual orientation, religion, and political opinion. All members will abide by this charter. Infringements will be evaluated by the Executive Board and may lead to the suspension or expulsion of the member. Junior members (PhD students, post-doctoral fellows, clinicians in training) will be admitted with a reduced fee to foster the next generation of mitochondrial scientists and clinicians. Retired (senior) members shall be able to retain their membership at a reduced fee.

E-mit will be a multidisciplinary Society, reflecting the different disciplines involved in the study of mitochondria, and will ensure that our research and innovation is responsive to the needs and aspirations of our Society and wider scientific community.

Section 2

The aims of E-mit will be:

- to provide a multidisciplinary forum, aimed at advancing and disseminating knowledge of mitochondrial research, for the benefit of individuals and Society;
- to stimulate, encourage and develop high-quality training activities and career opportunities for scientists and clinicians working in mitochondrial research and medicine;
- to encourage multidisciplinary collaboration across Europe;
- to promote equal access to high standards of specialist care, treatments, drugs, clinical trials, research opportunities, infrastructure and funding, internationally;
- to promote mutual communication and engagement of mitochondrial researchers and clinicians with patient associations, general public and all stakeholders involved in the field.

Section 3

The means for achieving these aims will be:

- the organization of regular meetings to exchange information;
- the organization of education and training, specific and relevant to their role;
- the promotion of international collaborative research projects and training;
- the promotion of joint, trans-national applications for research grants;
- the publication of reports, clinical advice and recommendations on public policy;
- the creation of media tools and productions to promote public awareness.

Article 4: Membership

Section 1: Categories of members

The Society shall consist of the following membership categories: corporate members and individual members.

Corporate members shall be organizations, associations and companies whose field of activity is related to mitochondria, and that will pay an annual corporate membership fee on behalf of their members, employees, shareholders or trustees.

Individual members shall include active, junior and senior members.

Active members shall be scientists and clinicians working in any field related to mitochondria and paying an active membership fee.

Junior members shall be undergraduate students above 18 years of age, PhD students, clinicians in training and postdocs. They shall be able to join E-mit at a reduced, junior membership fee.

Senior members are previous active members after their retirement from full-time academic or clinical employment. They shall retain their membership at a reduced, senior membership fee. Senior members shall retain the right to vote.

Section 2: Eligibility

All students, professionals, organizations, associations or companies actively working or studying in the fields of mitochondrial research or medicine, irrespective of discipline, are eligible for membership. The Executive Board (see Article 5) will decide on individual eligibility.

Section 3: Application

Prospective members, including corporate members, shall apply to join E-mit by filling an online form and agreeing to the payment of an annual fee. The online form shall include the names and contact details of two members of E-mit, who may be consulted as to the suitability of the applicant.

The Executive Board (see Article 5) shall review all such applications for eligibility and notify candidates if their applications are successful.

Section 4: Membership fees

The Executive Board shall establish the annual membership fee for each category of member in the light of the financial situation of the Society and upon consultation with the Treasurer. The fee shall then be ratified at the next Annual Meeting of the Society. It will be paid by Direct Debit, credit card, online banking or other electronic means.

Section 5: Tenure of membership

In order to maintain their own membership, each member is required to pay the annual fee. The members will have the right to resign from the Society by written and signed notification.

Failure to pay the subscription fee for at least three years will be considered equivalent to resignation, subject to a decision by the Executive Board.

All members will benefit on an equal-opportunity basis from the activities organized or promoted by E-mit, including meetings, courses and collaborative networks.

Article 5: Executive Board

Section 1

The Executive Board of E-mit shall comprise the following officers:

a President;

a Secretary;

a Treasurer;

a Past-President;

a representative of senior members;

two representatives of junior members (one PhD student/Postdoc and one trainee clinician)

six additional board members.

Section 2

The board shall be elected by E-mit members during the Euromit meeting and shall preside over the affairs of the Society until the subsequent Euromit meeting, which should normally take place after an interval of 3 years. Each member, including corporate members, will exercise one vote. The Executive board shall make arrangements for members unable to attend in person to cast their votes remotely.

Section 3

The named officers (President, Treasurer and Secretary) and the representative of senior members shall be elected individually by acclamation or, in the case of more than one candidate for any office, by secret ballot using the Alternative Vote method, in which all individual members are entitled to cast a vote.

Three out of the six ordinary members of the Executive Board shall be elected at each Euromit meeting, by acclamation or, in the case of more than three candidates, by secret ballot using the Single Transferable Vote method, in which all members are entitled to cast a vote. The three ordinary members who remain on the Board shall be the ones elected at the immediately

preceding Euromit conference. Any additional vacancy amongst ordinary members shall be filled as part of the same election.

The Board shall co-opt additional ordinary members, if required to maintain gender and geographical balance.

The representatives of junior members shall be elected by acclamation or, in the case of more than two candidates, by secret ballot using the Single Transferable Vote method, in which all members are entitled to cast a vote.

Nominations shall be made in writing to the Secretary of E-mit at least 30 days before the election and shall each require the signature or verifiable electronic signature of two individual members, as well as that of the nominees themselves. The full list of nominees will be published on the E-mit webpage at least seven days before the election. Nominees to represent senior and junior members must themselves be in the appropriate category at the time of election but may be nominated by active members. No individual member may nominate more than one candidate for each office, except for nominations for ordinary members, where up to three are permitted. No individual candidate may be nominated for election as more than one officer of the Society. Junior and senior members may not be nominated for election as an officer of the Society or as an ordinary member of the Executive Board. Once any member has been elected as an officer of the Society their membership of the Board as an ordinary member or nomination thereto shall be voided.

Any member of the Executive Board who resigns from the Board or from E-mit, or is expelled from membership of E-mit, or who retires/dies in office, shall be replaced on an interim basis by a vote of the remaining members of the Executive Board, from amongst the appropriate category of member. Persons thus elected shall serve only until the following Euromit conference, when the vacancy shall be filled by election in the normal manner.

An Executive Board member who misses three successive meetings of the Board without due cause and notification shall be deemed to have resigned from office.

A member of the Executive Board who is elected as a junior member, but who becomes an active member during their time in office, or who is elected as an active member but who becomes a senior member during their time in office, shall remain a full member of the Executive Board and fulfil their designated responsibilities until the time of the following election.

Section 4

The first *ad interim* Board will be an exception to the above rules and shall be replaced at the first Euromit conference after the formation of E-mit. The first *ad interim* Board is composed by Cristina Ugalde (Spain), Grainne Gorman (UK), Holger Prokisch (Germany), Timothy Wai (France), Carlo Viscomi (Italy), Valeria Tiranti (Italy), Michelangelo Mancuso (Italy).

However, three of the six ordinary members of the *ad interim* Board, shall be selected by the *ad interim* Board itself, to remain in office beyond the first such Euromit conference, to ensure regular rotation thereafter.

Section 5

The Executive Board shall meet by remote communication every six months to transact the business of the Society. It may also meet in person, provided all those members unable to attend in person have an opportunity to join electronically and vote on any matter.

Section 6

The Board may at any time co-opt other individuals to join the Board on a non-voting basis, to conduct specific business on its behalf.

Section 7

The Executive Board shall be deemed quorate when at least eight members are present, including the President and Secretary or, if they are unable to attend, their duly nominated substitutes who must themselves be members of the Executive Board.

The Secretary shall ensure the continuity of the Executive Board's business, including the timely calling of meetings, the circulation of a request for agenda items at least two weeks prior to each meeting, the compilation of the agenda and its circulation to all members of the Executive Board at least seven days prior to the meeting, the compilation of draft minutes of each meeting and their circulation to all Board members within two weeks of the meeting having taken place.

The Board shall endeavour to reach all decisions by consensus. Where this is not possible, decisions shall be taken by simple majority, provided the meeting remains quorate.

The President shall chair all meetings of the Executive Board.

Article 6: Duties and Powers of Executive Board

Section 1

The minutes of each meeting of the Executive Board, once approved at its subsequent meeting, shall be made available to all members of the Society, by the Secretary, on a dedicated area of the E-mit website.

Section 2

The Executive Board shall promote the Society's aims by:

- inviting and evaluating proposals for future Euromit meetings and appointing the Local Organizer(s) thereof, who should normally be current or past members of the Executive Board
- deciding on all financial and organizational matters of the Society
- promoting the organization of teaching courses and other training activities
- promoting initiatives for international collaborative research and training
- overseeing, assessing and approving the publication of reports
- handling all other business regarding matters of concern to the Society and its members

Section 3

The Executive Board may, at its discretion, establish *ad hoc* committees to further promote the aims of the Society, including:

- Young mito-scientist committee, devoted to promote and organize meetings and training courses specifically devoted to young scientists.
- Research committee, devoted to promoting international collaborations.
- Equality, diversity and inclusion committee devoted to oversee and discuss equality related issues and to devise mechanisms to ensure that relevant policies are respected.
- Other committees that the Executive Board may deem appropriate, from time to time, in furtherance of the aims of E-mit.

Each *ad hoc* committee shall be convened by a Chair, appointed by the Executive Board. The Secretary shall invite nominations of persons in appropriate membership categories three months before the expiry of the term of office of each such Chair. The nominations shall be reviewed by the Executive Board, and additional measures, such as formal interviews may be arranged if considered appropriate or necessary, after which the Board shall appoint the Chair of the *ad hoc* committee in question.

The members of each *ad hoc* committee shall be selected by its Chair, subject to the approval of the Executive Board. Normally the members of each *ad hoc* committee should comprise at least six persons, with no more than two from any single country.

The members of each committee are expected to attend the Euromit Conference.

Section 4

The Secretary shall:

- maintain a list of all members by category and their contact information, in accordance with all applicable privacy laws
- prepare an annual report of E-mit activities suitable for public dissemination.
- oversee the contents of the Society's website
- arrange elections to the Executive Board and ensure that they are conducted fairly and in accordance with the Society's rules
- ensure continuity of the Society and the business of its Executive Board.

Section 5

The Treasurer will be responsible for the collection and disbursement of funds and will produce an annual report for the Executive Board and membership.

Section 6

The Local Organizers of the previous, current, and following Euromit Congress will attend Executive Board meetings as non-voting members, if they are not already voting members of the Board

Article 7: Finances

Section 1

E-mit will be governed as a non-profit organization.

Section 2

The funds required for realisation of the purpose of E-mit shall be raised through membership fees, donations, revenues from the organisation of scientific congresses and other educational activities dedicated to the purpose of E-mit, revenues from the publication of scientific works and other media dedicated to the aims of E-mit and published under its aegis. Additional support may be sought from other sources to meet special needs, e.g. the organization of conferences, informatic tools, web page fees and consultation exercises.

Section 3

E-mit will contribute to the organization of the Euromit conference which will nevertheless be conducted under the financial responsibility of the Local Organizer(s). The Executive Board may support this endeavour with advance finance where needed and organizational support. The scientific programme and proposed budget of each Euromit will be generated by the Local Organizer(s) but will be notified to the Executive Board at least one year in advance, which will provide advice and suggestions.

The Local Organizer(s) shall lodge with the Treasurer a full financial report on the conference no more 6 months after it has taken place, indicating and explaining any profit or loss.

Any profit from each Euromit conference shall normally be returned to the Society for use in the organization of subsequent conferences or other activities within the ambit of the Society's aims.

Any financial loss arising from a Euromit conference shall be considered the responsibility of the Local Organizer(s) to recoup from other sources. At its discretion, the Executive Board, upon the recommendation of the Treasurer, may decide to reimburse such losses, in whole or in part, if it deems them to have occurred due to circumstances beyond the control of the Local Organizer(s).

Article 8: Amendments to the Charter

These articles may be amended, altered or repealed by the vote of at least two-thirds of the voting members, who shall be given at least one (1) month notice of any proposed changes. Any such vote shall be arranged by the Secretary, who will ensure its fairness and accuracy.

Article 9: Official Language

The official language of the Society will be English.

Article 10: Duration and Dissolution

The duration of this Society will be perpetual. In the event of dissolution of the Society the net assets, if any, will be donated to a similar non-profit Society or relevant charity in the field of mitochondrial research or medicine. This decision will be undertaken by the Executive Board in office at that time, but can be revoked by a vote of at least absolute fifty members in good standing.

E-mit founder members

1. Anikster Yair, Israel
2. Battersby Brendan, Finland
3. Bindoff Laurence, Norway
4. Brandt Uli, The Netherlands
5. Brea Calvo Gloria, Spain
6. Carelli Valerio, Italy
7. Chachinska Agnieszka, Poland
8. Chinnery Patrick, UK
9. Chinopoulos Christos, Hungary
10. Domínguez-González Cristina, Spain
11. Falkenberg Maria, Sweden
12. Gorman Grainnie, UK
13. Hikmat Omar Saad Mahmoud, Norway
14. Hirst Judy, UK
15. Honzik Tomas, Czech Republic
16. Horvath Rita, UK
17. Houtkooper Riekelt H, The Netherlands
18. Isohanni Pirjo, Finland
19. Jacobs Howard, Finland
20. Janssen Mirian, The Netherlands
21. Klopstock Thomas, Germany
22. Korac Bato, Serbia
23. Varhaug Kristin Nielsen, Norway
24. Lamorgia Chiara, Italy
25. Larsson Nils Goran, Sweden
26. Lenaers Guy, France
27. Liang Xiao, Norway
28. Lorberboum-Galski Haya, Israel
29. Mancuso Michelangelo, Italy
30. Marti Ramon, Spain
31. Martinou Jean-Claude, Swizerland
32. Mayr Hans, Austria
33. Minczuk Michal, UK
34. Molnar Judit Maria, Hungary
35. Morais Vanessa, Portugal
36. Morava Eva, Belgium
37. Mracek Tomas, Czech Republic
38. Oliveira Ascensão Jorge, Portugal
39. Palmeira Carlos, Portugal
40. Paquis Veronique, France

41. Pecina Petr, Czech Republic
42. Peterlin Borut, Slovenia
43. Pitceathly Robert, UK
44. Prokisch Holger, Germany
45. Rego Ana Cristina, Portugal
46. Rogac Mihael, Slovenia
47. Rugarli Elena, Germany
48. Saada Ann, Israel
49. Schiff Manuel, France
50. Scorrano Luca, Italy
51. Soumalainen Anu, Finland
52. Tavernarakis Nektarios, Greece
53. Timmers Silvie, The Netherlands
54. Tiranti Valeria, Italy
55. Tokadlidis Kostas, UK
56. Trifunovic Alexandra, Germany
57. Ugalde Cristina, Spain
58. Vanlander Arnaud, Belgium
59. Viscomi Carlo, Italy
60. Vissing John, Denmark
61. Wai Timothy, France
62. Wortmann Saskia, Austria
63. Zeviani Massimo, Italy