



EARMA General Assembly Agenda

The General Assembly will be held on the 6th of May 2025
from 15:45-17:00 CEST

Event Location: [Industrial Engineering School](#)

Event Address: [Industrial Engineering School](#), Escuela Técnica Superior de Ingenieros Industriales UPM, C. de José Gutiérrez Abascal, 2, Chamartín, 28006 Madrid

EARMA Board

EARMA General Assembly

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Dear EARMA members,

According to the statutes article 14 the Board announces the Annual General Assembly (AGA) 2025. This announcement includes calls for;

1. The Chair of the Association,
2. Three ordinary Board members¹,
3. One Internal Auditor,
4. Proposals for the General Assembly.

All proposals should reach the Secretary of the Board no later than 6:00 pm CEST on April 4th, 2025, to be published on the website by April 22, 2025. Additional documents may be submitted to the General Assembly until the day of the General Assembly meeting. The General Assembly may, by a simple majority vote of those present and entitled to vote, accept these additional documents for discussion, subject to completion of the activities for which the General Assembly was convened.

All communications, suggestions and applications shall be sent to the Board at Emma.Lythgoe@earma.org by the deadline date indicated above.

¹ Three ordinary members with the highest votes will be elected for a two-year period.

Proposed Agenda for the AGA 2025 according to Article 10.3 of the Statutes

1. Election (from the non-Board members present) of the chairperson of the AGA, two (2) keepers of the minutes.
2. The acceptance and approval of the agenda
3. Formal opening of the AGA
4. Update from the Chair
5. The discussion, acceptance and approval of the Annual Report of the Board
6. The discussion, acceptance and approval of the working Plan for the coming year
7. Update from the Internal Auditors
8. The acceptance and approval of the Internal Auditor's report
9. Update from the Treasurer
10. Discussion about, acceptance and approval of the annual accounts
11. The acceptance and approval of the external auditor's reports²
12. The discussion about, acceptance and approval of the Budget for the coming financial year³
13. The acceptance and approval of the membership fee for the coming year
14. Discussion, acceptance, and approval of the Treasurer's Report,
15. The election of the Chair of the Association for the period 2025-2027.
16. An election for the remaining positions on the Board for the period 2025-2027.
17. The election of one Internal Auditor
18. Discharge of Board Members and Statutory Auditors;
19. BOFIDI appointment as Auditor approved in 2023 for a three-year term
20. EARMA General Assembly Endorsement of the Madrid Statement
21. Further Statutory Business

The following articles are statutory on the agenda. If the Board do not receive any proposals and/or input for these articles these agenda points are to be considered as accepted.

- a. The establishment of and amendments to, the by-laws of the Association
- b. Any order for the exclusion of members
- c. Any order for the dissolution of the Association
- d. The conversion of EARMA (VZW/ASBL) into an international EARMA under Belgian Law (IVZW/AISBL), a cooperative company recognised as a social enterprise under Belgian Law (CV erkend als SO/SC agréée comme ES) or a recognised social enterprise cooperative company under Belgian Law (erkende CVSO/SCES agréée);
- e. To transfer or accept free of charge a totality of assets.
- f. Any and all other relevant business

On behalf of the EARMA Board
Dipti Pandya, Chairperson of the Association

² As per Belgian law, external auditors are only allowed to release their report after the accounts for the relevant year have received approval by the General Assembly. Hence the auditor's report corresponds to the previous period.

³ The Budget should be framed in a multi-annual framework indicating specific provisions for the implementation of the strategic plan. Such a budget should be revised and represented at each AGA.

Election of Officers

Call for Chair of the Association

(Deadline for application 18:00 CEST 4th April 2025)

You are hereby invited to submit your candidature for the position of EARMA Chairperson. The EARMA Chairperson is elected for a two-year period⁴, and will take on the responsibility for delivering the Association's goals as set forth by the members on the General Assembly. The Board term operates from the first of September to the 31st of August each year. The work of the Board is defined in the Chapter III. EARMA Board of the articles of the association.

To stand for election you must provide:

- a) A short – not more than one page – description of your background, motivation and commitment to become the Chairperson of the Association.
- b) A written, signed letter of commitment from your home institution/organisation, (if you are in a position of employment).

As Chairperson, you should be ready to engage in the following activities:

- Chair the EARMA Board meetings - 11 to 12 meetings in a calendar year (Meeting frequency 4-5 in-person meetings each spanning two days as well as 7 to 8 virtual meetings)
- Attend the Executive Committee (ExCo) meetings (meeting frequency is on a needs basis agreed with the other members of the ExCo, namely Treasurer, Executive Director and Managing Director)
- Contribute to and engage in EARMA events.
- Actively participate in the Annual Conference.
- Represent EARMA as appropriate.
- Take on responsibilities for Board activities, campaigns, or roles such as Treasurer or Secretary as needed.
- Collaborate with fellow Board members to oversee one or more EARMA standing committees or expert groups.

The Chairperson is responsible for overseeing finances, legal matters, and the line management of the Managing Director. Additionally, they ensure the overall progress of the work plan and the effective execution of programs. The Chairperson also manages relationships with third parties. Detailed responsibilities and expectations are outlined in the Terms of Reference for Board members (Annex 1).

The Chairperson is expected to adhere to the Code of Conduct, ensuring integrity, accountability, and professionalism in their roles. Additionally, the Code of Conduct for Members of the EARMA Board is available in Annex 3 for further reference.

Please e-mail your application (maximum of 2 A4 pages) to emma.lythgoe@earma.org before 18:00 CEST 4th April 2025.

⁴ For the sake of continuity and to give effect to changes in the statutes in 2017, the term of office of the Chair and the Treasurer should not coincide with each other. In alternate years the Chair and 2 members of the Board will be elected or the Treasurer and 2 members of the Board will be elected. Officers elected since 2019 serve the normal two (2) year period.

Call for EARMA Ordinary Board member

(Deadline for application 18:00 CEST 4th April 2025)

We are inviting experienced research managers and administrators to submit their candidacies for a position on the EARMA Board. Board members are elected for a two-year term⁵ and are expected to actively contribute to achieving the goals of the Association, as outlined by the members during the General Assembly. The Board term operates from the 1st of September to the 31st of August each year. The work of the Board is defined in the Chapter III. EARMA Board of the articles of the association.

To stand for election you must provide:

1. A short – not more than one page – description of your background, motivation, and commitment to become a Board member
2. A written, signed letter of commitment from your home institution/organisation (where you are in a position of employment).
3. Potential applicants may also prepare a 2-minute video to present at the General Assembly, which should be submitted at least one week in advance (29 April 2025).

The three candidates receiving the highest number of votes will be elected for a two-year term. Please note that all Board positions are voluntary.

As a Board member, you will be expected to engage in the following activities:

- Actively participate in 7 to 8 virtual meeting per calendar year (1-2 hours)
- Actively participate in a minimum of four in-person Board meetings per year, each spanning two days.
- Contribute to and attend the Annual Conference
- Represent EARMA as appropriate
- Take on responsibilities for Board activities and initiatives
- Collaborate with other Board members in overseeing one or more of EARMA's standing committees or expert groups.

A detailed description of responsibilities and expectations can be found in the Terms of Reference (Annex 1). Board members must adhere to the Code of Conduct, upholding integrity, accountability, and professionalism in all roles. The Code of Conduct for EARMA Board members is also available in Annex 3 for further reference.

For more information about the role, please contact emma.lythgoe@earma.org.

To apply, please submit your application (maximum 2 A4 pages) via email to emma.lythgoe@earma.org by 18:00 CEST on 4th April 2025.

⁵ Board members are entitled to serve for two (2) consecutive terms to a maximum consecutive period of four (4) years. Where a Board member is elected for a different position (Chair or Treasurer) before completing their term the vacated position as a Board member becomes available for the remaining term to ensure continuity.

Call for EARMA Internal Auditor

(Deadline for application 18:00 CEST 4th April 2025)

You are hereby invited to submit your candidature for becoming an EARMA Internal Auditor. The EARMA Internal Auditors are elected for a two-year period⁶ and shall be willing to take on the responsibility to carry out the internal auditing and review of the EARMA accounts & activities and present an internal audit report for and at the General Assembly.

EARMA has an external Accounting Service and external statutory Auditors.

To stand for election you must provide:

1. A short – not more than one page – description of your background, motivation, and commitment to become an Internal Auditor member.
2. A written, signed letter of commitment from your home institution/organisation (if you are in a position of employment).

Internal Auditors act on a voluntary basis. It is expected that the internal auditors will understand and have experience of financial management & accounts and internal systems of control and governance. Internal Auditors have a one day meeting each year with the Accountants, External Auditors, and Treasurer in Brussels. Detailed responsibilities and expectations are outlined in the Terms of Reference for Internal Auditors (Annex 2).

Please e-mail your application (maximum of 2, A4 pages) to emma.lythgoe@earma.org before 18:00 CEST 4th April 2025

⁶ Internal auditors are appointed for a period of two years, the term of the first Internal Auditor overlapping with that of the second Internal Auditor to ensure continuity.

Annex 1

Board Members Terms of Reference

Name	EARMA Board
Type	Since September 2019 EARMA has employed several staff members and now has a fully staffed executive office. This allows the EARMA Board to move from an operational Board to a more strategic Board.
Purpose	<p>The Board's primary purpose is to</p> <ul style="list-style-type: none"> ● Supervise the Association in the interests of its membership, including cooperation with stakeholders. ● Ensure the sustainability of the organization, ● Ensure the relevancy of the organization's activities and services/products. ● Provide effective leadership and strategic direction. ● Ensure the association is managed in compliance with Belgian legal requirements, the organisation's statutes and bylaws, and international best practice. ● Report on the General Assembly.
Scope	<ul style="list-style-type: none"> ● Strategic Leadership Formulate the EARMA five-year strategy for the delivery of objectives and define expected outcomes. Monitor and evaluate the progress every year. Supervise the Executive Office, act as the driving force to achieve delivery in line with the organization's mission, vision, values, and objectives. ● Budget and Implementation Plan Review and approve the organisation's budget and implementation plans developed by the Managing Director based on the organisation's strategy. ● Governance Periodically evaluate the governance structure, policies and procedures and ensure they are fit for purpose and help to determine the organisations long-term success. Establish or dissolve standing committees/Task forces to assist the Board in the execution of its responsibilities. Set up/Dissolve thematic groups according to the added value for the members. <p>Assign Board members to serve on the committees/task forces as needed.</p>

	<p>Ensure the Board, standing committees and the executive team remain within their respective remits and interact constructively. Annually review the terms of reference of the Board and Standing Committees.</p> <ul style="list-style-type: none"> ● Performance Monitor the organisations financial and non-financial performance to aid decision making and set targets. Support and advise the EARMA executive team and standing committees. Leading by example both responsibly and ethically to formulate positive working relationships. Constructively challenge all aspects of performance. ● Financial Stewardship Responsible for considering and approving the yearly budgets before they are presented to the General Assembly for approval. Report financial statements to the Annual General Assembly on the state of the association based on audited statements. Monitor the financial position of the association against the yearly budget on a quarterly basis. Take key actions where necessary. Approve high value expenditure proposals. Consider the recommendations of the Finance and Governance committee, internal auditors and external auditors following the yearly reviews and act accordingly. ● Risk Management Approve the framework of internal control and risk management. Ensure compliance with Belgian legal requirements and international best practice particularly with respect to employment legislation, GDPR etc. Work with the executive office to determine and continuously assess the principal risks to the organisation. Monitor the risks and ensure effective decision making based on these and the organisations risk appetite. ● EARMA as an Employer The Board should work with the Managing Director to satisfy itself that EARMA is meeting its legal and moral obligations in particular: <ul style="list-style-type: none"> ○ Ensure all policies and procedures comply with employment laws. ○ Ensures compliance with health and safety requirements. ○ Ensures against discrimination of any kind against current or potential employees. ○ Provides opportunities for ongoing training. ● Representation
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	<p>Board members may act as official representatives of the Association or approach an EARMA member to represent the association to attend sister association conferences or other events that fit within EARMA’s objectives. Ensure conflicts of interest are registered and members act in the interest of the association.</p> <ul style="list-style-type: none"> • Evaluation and Succession Planning Ensure the continuous effectiveness and performance of the Board by preparing the induction of new Board members. Periodic gap analysis to identify potential training or development needs or the incorporation of external consultancy for specific issues.
Accountability	<p>The GA is the supreme governing body of the Association who elect the Board to steer the Association. Effectively, this means that the Board members are the directors of the Association. The Directors are also the legal representatives of the Association. As Directors of the association the Board is accountable not only to the GA but also to its employees, volunteers, stakeholders, service users, regulators, and external auditors. Board members are covered for potential liability risks by EARMA’s insurance policy.</p>
Authority	<p>The Board is the Association’s executive organ, and it is responsible for the implementation of the work plan approved at the General Assembly (GA), and for the long-term strategic and sustainable development of the Association.</p>
Meetings	<p>The Board meets every four weeks for a 1-2 hour teleconference meeting, as well as 5-6 face-to-face two-day Board meetings (mostly in Brussels, Belgium), per annum occasionally involving part of a weekend. The Board is also expected to participate in and contribute to the Annual Conference and represent EARMA as appropriate.</p>
Membership	<p>The GA appoints Board members following an annual call for applications to become a Board member. Board members are entitled to serve for two (2) consecutive terms to a maximum consecutive period of four (4) years. Where a Board member is elected for a different position (Chair or Treasurer) before completing their term the vacated position as a Board member becomes available for the remaining term to ensure continuity. Chair and Treasurer (also Vice Chair) are appointed in alternate years.</p>
Reporting	<p>The Board reports to the General Assembly on an Annual Basis.</p>
Version	<p>March 2024</p>
Review	<p>February 2024</p>

Annex 2

Internal Auditors Terms of Reference

Name	EARMA Internal Auditors
Type	The internal auditors play a vital role in ensuring EARMA continues to support its mission. Since September 2019, EARMA has grown, with a fully staffed executive office enabling the Board's shift from an operational to a more strategic focus. The Board greatly values the contribution of internal auditors, who offer an independent viewpoint on our operations, aiding the Board in fulfilling its oversight duties. Their role is essential in maintaining the integrity, transparency, and effectiveness of EARMA's operations for the benefit of our members.
Purpose	<p>The Internal Auditor's primary purpose is to provide the EARMA General Assembly with the highest level of independent assurance and recommendations related to the effectiveness of internal controls, governance and risk management processes.</p> <p>They provide an objective evaluation of the</p> <ul style="list-style-type: none"> • adequacy and effectiveness of the framework of governance, • risk management and control <p>In addition, they provide proactive evaluation of operational processes proposed by management and can advise on potential control strategies and the design of such processes.</p>
Scope	<p>Evaluate the adequacy of internal controls in place to mitigate identified risks.</p> <p>Provide findings and recommendations to help improve internal controls, processes and procedures.</p> <p>Prepare and present clear and concise reports to the General Assembly.</p>
Accountability	The GA is the supreme governing body of the Association who elect the Internal Auditors to evaluate the state of the association and provide corrective recommendation. The Internal Auditors of the association is therefore accountable to the GA however it should also work closely with the Board and Executive Committee for the purpose to assist only with their main mission, or to receive data for doing their mission.
Authority	The Internal Auditors inform the EARMA General Assembly about the state of the association as well as provide their recommendations to the Board and the Executive Committee
Meetings	<p>The Internal Auditors should meet regularly to review the state of the association..</p> <p>The Internal Auditors are also expected to participate in and contribute to the Annual General Assembly to present their years report.</p>
Membership	<p>The GA appoints Internal Auditors following an annual call for applications to become an Internal Auditors.</p> <p>Internal Auditors may be appointed for a two-year term which is renewable for a further two-year term.</p>
Reporting	The Internal Auditors reports to the General Assembly usually on an Annual Basis.
Version	Draft November 2023
Review	November 2024
Approved	17-18 January 2024

Annex 3



CODE OF CONDUCT FOR MEMBERS OF THE EARMA BOARD Version 1

Author(s)

EARMA Board and Teodora Konach, Nik Claesen, Sahar Arafat and Emma Lythgoe

Recipient(s)

EARMA Board

Level of confidentiality

Internal use only

CODE OF CONDUCT

FOR MEMBERS OF THE EARMA BOARD

The EARMA Board is dedicated to maintaining the highest standards of integrity and responsibility to uphold the organization's reputation. We value respect, confidentiality, fairness, openness, and accountability, integrating these principles into our behaviour and decisions. With a focus on members, professionalism, inspiration, collegiality, and a European/global perspective, we strive to serve our members and the organization with excellence and integrity. This Code is a commitment to upholding the highest professional standards in all activities, interactions and decisions of the EARMA Board. The EARMA Board is responsible for overseeing the organization's strategic direction and governance, providing the leadership necessary to implement these strategies, supervising the management of operations, and reporting to the General Assembly.

1. COMPLIANCE WITH LAW, DOCUMENTS, POLICIES AND PROCEDURES

The EARMA Board's activities are conducted in compliance with all applicable legal and procedural requirements at both national and European levels. Each Board member is expected to adhere to external law as well as internal regulations, guidelines and best practices. Consequently, Board members are obliged to be familiar with all rules and regulations relevant to their areas of responsibility, particularly the Association's Statutes and the Internal Rules.

In case of doubt, Board members should seek clarification on a policy or guideline that seems to be unclear, outdated, or at odds with the Association's objectives and Board's responsibilities.

2. CONFIDENTIALITY

EARMA Board Members are entrusted with sensitive information and are expected to maintain the confidentiality of all such information unless disclosure is explicitly authorized by the Board or required by law. This includes, but is not limited to, financial data, personnel matters and any other proprietary information. This duty of confidentiality continues even after a board member's term has ended.

The principle of confidentiality applies to all stages of data processing, whether performed manually or through automated means⁷.

Privacy breaches and the disclosure of data, whether intentional or unintentional, may have important ethical and operational repercussions.

⁷ Data processing includes data collection, recording, organization, structuring, storage, adaptation or alteration, retrieval, consultation, use, disclosure by transmission, dissemination or otherwise making available, alignment and erasure or destruction.

3. DISCLOSURE AND MITIGATION OF CONFLICT OF INTEREST

The EARMA Board are expected to uphold high ethical standards in all activities avoiding conflicts of interest and always acting in the best interest of EARMA. A conflict of interest arises when a board member's personal, financial, or other interests could potentially interfere or is perceived to interfere with their duty to serve the needs of EARMA.

In the cases where there is a conflict of interest, or a perceived conflict of interest Board members should inform EARMA at the earliest opportunity as indicated in the EARMA 's internal rules.

4. MUTUAL RESPECT AND RECOGNITION

The Board forms a collaborative peer community where everybody's contributions and opinions are recognised. Board members are expected to uphold the principles of inclusivity and diversity, fostering an environment where everyone is treated with respect, dignity, and fairness.

The work culture is built on honesty and trust, and any form of behaviour or expression that violates the dignity of a member would not be tolerated.

DECLARATION

Name of the Board member: **XXXXX**

- I hereby confirm that I have read and understood the EARMA Code of Conduct for Board Members in its entirety, and I agree to abide by all the provisions therein.
- I hereby declare that I shall ensure the protection of the data transferred in accordance with the General Data Protection Regulation (GDPR).

Date Signature



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Annex 4

Board Members and Terms

Board Membership August 2023 – September 2025		
<i>Role</i>	<i>Post Holder</i>	<i>Dates</i>
Chair	Dipti Pandya*	From 1/09/2023 to 31/08/2025
Treasurer	Christian Bonnici ⁸	From 1/09/2024 to 31/08/2026
Board Members	Ridhdhi Rathore	From 01/09/2024 to 31/08/2026
	Eleonora Zuolo*	From 01/09/2023 to 31/08/2025
	Harald Hasler-Sheetal*	From 01/09/2023 to 31/08/2025
	Edwin Kanters	From 01/09/2024 to 31/08/2026

⁸ The post holders marked with an asterisk are coming to the end of their term.



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