

AE AGM 2026 Document 5.2

(PROPOSED NEW DRAFT) REGULATIONS OF THE ACADEMIA EUROPAEA [The Academy of Europe]

Regulations as adopted by the Annual Meeting in September (2009).
Regulations as amended by the AGM of 2015
Regulations as amended by the AGM of 2019

In the following Regulations, the interpretive words as defined in the Sections of Association (General, paragraph 1) will apply and the words he, him, and his should be understood to apply equally to both male and female persons.

Suggested changes are indicated in RED

Only the following sections have any proposed changes

Section 7: The Vice-Presidents

1. There shall be such number of Vice-President(s), ~~being not less than one~~, as may be determined from time to time by the Board.
2. A President may, ~~after consultation with the Council and~~ with the approval of the Board, co-opt member(s) to the Board, and/or designate the same, or ~~already~~ serving Trustee(s) as 'Vice President(s) ex officio', to assist in the discharge of their Presidency, providing that the number of Trustees does not exceed the number as set out in the Articles of Association. The ~~designation title~~ of Vice President ex officio, shall ~~automatically~~ cease with the ending of the term of the appointing President and shall be non - renewable. ~~Excepting, that~~ However, the term of any extant co-option or election/appointment as a Trustee (~~without the use of the honorific of VICE-PRESIDENT EX OFFICIO~~) shall continue to the end of the normal term of ~~the~~ co-option as otherwise determined. **In addition and specifically**, where the mandate of a Class Chair who has been ~~so~~ designated as Vice President (ex officio) may overlap a change in President, the Class Chair shall retain the ~~designation title~~ until the end of their mandate as Class Chair. Vice-President(s) (other than ex officio) shall be elected from among the Ordinary Members of the Academia in accordance with [Section 13 of] these Regulations. **Vice Presidents (officio) and shall serve for terms as decided by the Board.** ~~three years.~~ A retiring Vice-President (other than ex officio) shall be eligible for re-election provided that no person shall serve as a Vice-President ~~continuously for more than two consecutive terms.~~ ~~six years.~~
3. ~~Subject to Section 6 of these Regulations~~ The duties ~~and/or mandates~~ and the duration of each Vice-President shall be as determined ~~from time to time~~ by the Board.
4. In the event that a Vice-President shall for any reason become permanently incapable of fulfilling the duties of his office he shall be deemed to have resigned, and the Board ~~shall~~ **may** appoint another member to fulfil his/her duties. ~~until such time as a new Vice President is elected in accordance with the Regulations.~~
5. The office of Vice-President shall be honorary and shall carry no stipend.

Section 9: The Board

1. The Board shall consist of the elected officers (the President, ~~elected~~ Vice President(s), the Treasurer), and ~~not less than four Class Chairs three and not more than six members of the Council. The Board shall determine the number of Council appointed Trustees. Board members drawn from the Council~~ The Board shall ensure a fair representation of the Academic Sections ~~and the Independent members~~. The Board may at its discretion, co-opt additional members for specific purposes, up to the maximum number of Trustees as allowed in the Articles of Association.
2. Recommendations for co-option ~~shall be approved by members based on a motion tabled at the next AGM following any appointment. by the Council acting on behalf of the membership.~~ The period of service of any co-opted members shall be on a three-year mandate basis. This may be renewed by the membership in general meeting on a recommendation of the Board.
3. Subject to paragraph 1 above: The ~~Council~~ Board shall itself decide on a process for selection of its nominees to serve on the Board.
4. Each ~~elected~~ officer serving on the Board shall serve for three years and shall be eligible for re-election, provided that no officer shall serve as a member of the Board continuously for more than six years.
5. ~~———— The period of service of Council members on the Board shall be as determined by the Council from time to time but shall not exceed a single period of three years for any individual.~~
6. In the event that a ~~Council~~ Board member ~~serving on the Board~~ shall for any reason become permanently incapable of fulfilling ~~their~~ duties, ~~of his office~~ he/she shall be deemed to have resigned from the Board. The ~~Council~~ Board ~~shall as soon as possible~~ may appoint another of its number ~~or co-opt an ordinary member~~ to serve on the Board for the remainder of the period of service of the resigning member.
7. The Board shall meet as necessary for the correct conduct of business, but at least twice in each year and shall act on behalf of the membership as the Executive body of the Academia.
8. Subject to the provisions of the Act and the Memorandum and Articles of Association, the Board shall have powers to make rules subsidiary to these Regulations for the conduct of its business, for the conduct of elections, for the procedure for the expulsion of members, and to propose the amendment of all or any of these Regulations, and the recommendation to a general meeting of new Sections and the revocation of existing Sections, on which the general meeting alone has the power to decide upon changes of these Regulations.
9. The Board may establish sub-committees to deal with any aspect of its business. Each sub-committee should include at least one member of the Board.

Section 10 : The Council

1. The Council shall ~~be advisory only and~~ consist of the elected officers (“officer members”), the ~~Class chairs~~ and chairs of the academic sections (“section members”), ~~and not less than three (3) and not more than five (5) independent members who shall be elected from amongst the ordinary members of the Academia in accordance with [Section 13 of] these regulations. Not more than three (3) co-opted members may also be appointed. The numbers of independent and co-opted members of the Council shall be determined from time to time by the membership in general meeting.~~
2. Officer (~~elected~~) members shall serve for the period of their elected office. ~~Class and Section chair members shall serve on Council for the entire period of their Class and Section chairmanship. The period of service of co-opted members shall be determined annually. Independent members shall serve for three years and shall be eligible for re-election provided that no member shall serve as an elected member of the Council continuously for more than six years.~~
3. In the event that a section ~~chair~~ member of the Council shall for any reason become permanently incapable of fulfilling the duties of his office he shall be deemed to have resigned and the section committee ~~in consultation with the Class chair shall appoint another Ordinary Member to be a Section chair, who once appointed shall become a member of the Council. to serve until the expiry of the period of service of the resigned member. In the case of elected independent members, a vacancy shall be filled by an election to be held at the next available annual general meeting.~~

4. Except where necessary, the Council shall wherever practicable transact its business using methods other than by plenary meetings. The frequency of plenary meetings of the Council shall be decided by the Board.
5. The Council will undertake only such business and tasks as may be assigned to it by the Board.

Section 12: General Meetings

1. The agenda for each Annual General Meeting shall include those items as set out in the Memorandum and Articles of Association and also the following:
 - (a) a report by the President;
 - (b) a report by the Board including plans and proposals for future activities of the Academia;
 - (c) Proposals relating to the setting and levels of subscriptions;
 - (d) Proposals for the election of members of the Council and of Officers of the Academia;
 - (e) Proposals to approve the appointment of co-opted members of the Board ~~and the Council~~
 - (f) proposals for the amendment of these Regulations.
2. An Extraordinary General Meeting of the Academia may be called by the Board and shall also be so called if the Board receives a written requisition for such a Meeting signed by not less than five percent of the total number of Ordinary Members or fifty such members, whichever shall be the less.
3. Notice of the place and date of any General Meeting shall be given to all members of the Academia in accordance with the Memorandum and Articles of Association. Notice of any motion intended to be raised by an Ordinary Member shall be given to the Executive Secretary, so as to reach him not less than fourteen days before the date fixed for the meeting.
4. Save where otherwise ~~provided by the Sections of Articles of Association and Memorandum and these Regulations, decisions taken at any general Meeting shall be by a process described by the Board, including the use of electronic voting in advance of an AGM. If a vote at the AGM is determined as appropriate, decisions shall be by a simple majority of those present and voting. Both methods of voting where employed, shall be taken as of equal validity.~~

Section 13: Elections

1. NO CHANGES
2. **The President**
 - (a) The President shall be elected by a ballot of members.
 - (b) The Board shall establish a procedure for the election.
 - (c) ~~Not less than eighteen (18) months. In the final year of a Presidency term before the expiry of a President's period of office or immediately~~ upon the actual or deemed resignation of the President under Section 6 of these Regulations, the Executive Secretary shall inform all Ordinary Members of the impending presidential election, of their right to nominate candidates and of the closing date for the receipt of nominations, and he shall invite nominations.
 - (d) Following the closing date for the receipt of nominations, the Board shall consider all the nominations received and shall make a proposal to the ~~membership next General meeting. The Board shall determine the timetable and procedure for an election.~~
 - (e) The result of the election shall be communicated at the AGM and to all the members as soon as possible and the President elect shall enter into Office at the conclusion of the next Annual General Meeting following his election.
 - (f) Where an election takes place following a resignation howsoever caused of the incumbent President, the senior Vice President shall assume the Presidency ~~until the expiry of the normal period of Office, or until an election is held and a new president is approved by the members., whichever is the soonest.~~

3. **The Vice-President(s) *Officio***

- (a) ~~The Vice-President(s) *officio* shall be elected by ballot of the members at a general meeting~~
- (b) ~~In the final year~~ of a Vice-President's period of office or ~~immediately~~ upon the actual or deemed resignation of a Vice-President ~~under Section 7 of these Regulations~~, the Board shall review the ~~number and balance of the Board~~. If so instructed, the Executive Secretary shall inform all Ordinary Members of the impending vice-presidential election, of their right to nominate candidates and of the closing date for the receipt of nominations, and he shall invite nominations.
- (c) ~~At its meeting next~~ Following the closing date for the receipt of nominations the Board shall consider the nominations received, and shall make a proposal to members ~~the next general meeting~~.
- (d) ~~A ballot of all eligible members shall be held~~. The result of the election shall be communicated to the members as soon as possible and the Vice - President shall enter into Office at the conclusion of the annual general meeting.
- (e) In the event that an election follows the expiry of a Vice-President's normal period of office, the Board shall appoint another ordinary member to serve as a Vice President until such time as a new Vice-President can be elected in accordance with these Regulations.

4. **The Treasurer**

- (a) The Treasurer shall be elected by ballot of the members ~~at a general meeting~~.
- (b) ~~Not less than twelve (12) months before the expiry~~ During the final year of a Treasurer's period of office, or ~~immediately~~ upon the actual or deemed resignation of a Treasurer under Section 8 of these Regulations, the Executive Secretary shall inform all Ordinary Members of the impending election, and of their right to nominate candidates and of the closing date for the receipt of nominations, and he shall invite nominations.
- (c) ~~At its meeting next~~ Following the closing date for the receipt of nominations, the Board shall consider the nominations received, and shall make a proposal to the membership ~~for a ballot. next-~~
~~general meeting~~.
- (d) The result of the election shall be communicated to the meeting and to all other members as soon as possible and the Treasurer shall enter into Office at the conclusion of the annual general meeting.
- (e) In the event that an election follows the expiry of a Treasurer's normal period of office, the Board shall appoint another ~~ordinary~~ member to serve as a Treasurer until such time as a new Treasurer can be elected in accordance with these Regulations.

~~4. **The Council**~~

- ~~(a) The Independent members of the Council shall be elected by ballot of the Ordinary Members in general meeting.~~
- ~~(b) It shall be open to any Ordinary Member of the Academia at any time to propose to the Board the name of any other Ordinary Member for election to the Council.~~
- ~~(c) It shall be the duty of the Board to prepare a list of candidates for election to the Council at each Annual General Meeting, such a list to contain, if possible, the names of at least twice as many candidates as there are vacancies. The Board shall aim to ensure that membership of the Council includes a satisfactory distribution of disciplines and of the regions of Europe.~~

Academia Europaea
September 2009
Amended September 2015
Amended November 2019
Amended October 2026