

THE EEIG ECI-EFIS FACT SHEET

A European Economic Interest Grouping (EEIG) has been formed by:

- **La Société Française d'Immunologie (SFI)**
- **The British Society of Immunology (BSI),**
- **Deutsche Gesellschaft für Immunologie (DGI),**
- **Società Italiana di Immunologia, Immunologia Clinica e Allergologia (SIICA),**
- **Scandinavian Society for Immunology (SSI)**
- **Sociedad Espanola de Immunologia (SEI)**
- **Austrian Society for Allergology and Immunology (ÖGAI)**
- **Dutch Society for Immunology (NVVI)**
- **European Federation of Immunological Societies (EFIS)**

DEFINITION & PURPOSE

The Grouping's purpose is to organise and run a European Conference in the field of Immunology (ECI) every three years, in a different European city under the aegis of EFIS (the European Federation of Immunological Societies). All the members agree not to organise their annual meeting when the European Congress of Immunology will be held.

The European Federation of Immunological Societies (EFIS) is a member of the Grouping and represents national societies with less than 500 members.

Why creating an EEIG ?

The purpose of the grouping is to facilitate or develop the economic activities of its members by a pooling of resources, activities or skills across borders based directly on Community law. (an EU Regulation 2137/85 from 1985, in power since 1989, regulating a special form of a cooperation company in a rather unbureaucratic way).

The EFIS can not, in itself distribute and manage the money legally across Europe. The EEIG had to be created to set the legal frame. The EEIG is a useful tool to distribute and control the finances; it has turned out actually as the best tool to create an economic cooperation.

What are the Advantages of an ECI EFIS-EEIG?

- Several advantages immanent to EU company law:

- ECI EFIS-EEIG could be founded – and can remain – without any bound capital as equity.
- There is no other EU legal form wherever, also in Member States' legislations, with so little red tape and bureaucracy. The EU Regulation has just around 35 relevant articles!
- The seat of an EEIG can be transferred across borders – which is not possible with any national legal form.
- If the EEIG wants EU money, e.g. for conceiving and offering a study course, then it must have also a so-called “dedicated legal structure”, preferably an EEIG.
- The EEIG is the only appropriate European legal form, the SCE (cooperative) or the SE (European company) being the others, but they would both need much more internal bureaucracy. The EEIG until now has managed quite well to live withput too heavy structures in the inside.
- Because of the fiscal regime of an EEIG – being exempted of company taxes – the purpose, namely to organize regular conferences can be reached without paying any company taxes.

- This would be much more problematic with any national legal form (foundation, association, management company e.g. as a limited company etc.).
- The EEIG is non-discriminatory: there is a clear EU law and above all it can be implemented according to the members' decision, by the Statutes of the EEIG and its decisions. No national law, in which some are better than others, is relevant (except some regulations re. business formalities, e.g. taxation or registration).

- Financial security for the organizing society of the ECI

The EEIG in itself is responsible for the benefits or losses, and not the organizing society. For example, if a National Society has a contract with the EFIS-EEIG to set up an ECI meeting, if anything goes wrong, the EEIG will be responsible and not directly the National Society. Then the losses (or the benefits) will be shared by all the members of the EEIG.

- Financial Transparency:

According to the EU law, it is not intended that the grouping should make profits for itself. If it does make any profits, they will be apportioned among the members and taxed accordingly with the members, not the EEIG. The profits of an EEIG will be deemed to be the profits of its members and will be apportioned either according to the relevant clause in the contract or, failing such a clause, in equal shares. The profits or losses of an EEIG will be taxable only in the hands of its members. But at the same time, the EEIG – and in particular ECI EFIS EEIG, can create reserve funds without taxation, e.g. for the next congress – which is a clear advantage. So the “cushion” economized at the last congress will always be at the disposition of the next one.

- The Best Economic Tool for European Cooperation and to apply EU Programmes

EEIGs are always entitled to apply to participate in Community programmes, including those which require the participation of legal entities from several Member States. EEIGs can be regarded as constituting a "consortium", since they must comprise at least two members from two different Member States who remain economically and legally independent throughout their cooperation. Since a EU Commission Communication from 1997, it is also clear that **an EEIG must not be discriminated** neither in public tenders nor in public financed programmes.

-Another form of Economic grouping across Europe would have been possible?

Actually no. (*according to EU synthesis*) The EEIG is currently the only vehicle offering firms a framework for cooperation directly attached to the Community legal order (besides an S.E., which needs however a full-time legal expert to be managed, and 120.000 EUR minimum equity capital, or an S.C.E. = European Cooperative, which also needs equity, national compulsory external audits etc.)

-EEIG list of obligations:

Legal Obligations:

- Every 3 Years:

Organize a General Assembly, Agenda:

- Validate a new City for ECI

- Nominate: Board of Directors, Local Committee, Financial Committee, Managing Auditors, Statutory Auditors. (when nominated each group then vote for their President and Vice-President)

- Validate/update new internal regulations.

- Every Year:

Preparation and signature of legal documents: Annual Shareholder's meeting minutes and attendance sheets for financial reports.

Accounting Obligations

Every Year:

- Book-keeping from EEIG
 - Claim for Congress expenses and incomes
 - Tax Recovery (if necessary)
 - Statutory accounts

- Management of the EEIG Bank Account:

- Every 3 years: transfer for each congress funds from/to the EEIG account.
- Pay for EEIG expenses for EEIG Book-keeping, tax and legal issues.

Common resources :

The EEIG ECI EFIS at it's creation decided to pool the direct non material resources offered by the organization of ECI's.

After the ECI in Paris :

- A list of 2500 attendants of the ECI (with their authorization for non commercial for EFIS use only) has been shared with the EEIG members.
 - A list of 100 sponsors and direct contacts has also been shared.
- The lists should soon be up-dated with the Berlin ECI results.

Committees of THE EEIG :

-Board of Directors:

COMPOSITION: Composed of one or more directors, appointed during the Ordinary General Meeting. An EFIS representative must be member of the Board of Directors.

A Chairman and Vice-Chairman are appointed by the Board. The Vice-Chairman shall be the President of the congress from the country in which the next conference is being held.

Usually : the Board is composed of a representative of each national society member of the EEIG, therefore 9 members + the President, (the EFIS President) + the Vice President (the ECI congress President).

ROLE: The Board of Directors is in charge of the general policy of the Grouping subject to the annual budget.

PROCEEDINGS: The Board meets for a General Meeting convened by the President of the Board every 3 years. Each year, legal and fiscal documents are distributed for approval and signature by email and mail. Decisions are taken by a majority of the directors present or represented.

-Financial Committee:

COMPOSITION: Composed of at most 9 natural persons including the chairman, appointed from a list of treasurers of the national society, and appointed by the Ordinary General Board Meeting. The President of this committee is the EFIS treasurer by usage.

ROLE & PROCEEDINGS: Every six month, a meeting will be convened by the President of the committee to examine the financial state and the budget. Decisions are taken by a majority of the treasurers present or represented. Decisions can also be taken via a written consultation at the

Chairman's instigation. Any non-budgeted expense in excess of 20,000 (*twenty thousand*) euros excluding tax must first be approved by the Financial Committee.

-Management Auditors

COMPOSITION : One or more person among the treasurers of national societies members appointed during the Ordinary General Board Meeting of the EEIG.

Usually : the EFIS treasurer + the treasurer of the organizing society.

ROLE: look into the management of the Grouping at any point during the year and to inspect all its books, accounts, etc., also into those of the Local Committee or other institutions. They shall be entitled to request disclosure of any documents that they consider useful for the purpose of carrying out their duties. They shall submit a report to the Annual General Meeting, detailing their comments about the management of the Grouping and the accounts of the past trading year.

-Statutory auditors:

COMPOSITION: one or more person unconnected with any of the members of the grouping, appointed during the Ordinary General Board Meeting. **Usually** : one person only.

ROLE: The statutory auditors shall be in charge of certifying the accuracy and truthfulness of the inventory and of the accounts for the each trading year (balance sheet, profit and loss account and explanatory notes) as well as of the management auditors' report.

-Steering Committee.

MINIMAL COMPOSITION: appointed during the General Board Meeting of the EEIG.

- one representative of the ECI organizing society, usually the ECI President.

- one representative of EFIS (usually the EFIS President) and of each of the national societies with more than 500 members

- two representatives of the societies with less than 500 members.

The steering committee shall appoint its President from its own rank (usually the President of Congress), and shall appoint the President and the Secretary general of the congress and the President of the Scientific Programme Committee.

ROLE: The steering committee is in charge of the general orientation of the congress: scientific programme, budget and promotion.

PROCEEDING: Every six month, a meeting will be convened by the President of the committee to examine the project. Decisions are taken by a majority of the members present or represented. Decisions can also be taken via a written consultation at the Chairman's instigation.

-Local Committee

COMPOSITION: The members of the Local Committee must be natural persons and are appointed by the Ordinary General Meeting among people who are members of the national society from the country in which the next Conference is to be held.

ROLE: in charge of making preparations for the next Conference to be held

- Dealing with and inspecting the premises and rooms in which the Conference is due to be held.
- Organising the arrangements and logistics of the Conference together with the Professional Congress Organiser (PCO).
- Coordination of the European Scientific Societies Satellite Meetings (Cytokines, EU, etc.).
- Organising and promoting the Conference together with qualified staff.
- Selecting and organising social events together with the PCO.
- Project accountancy for the Conference, on behalf of the Grouping, and finally to submit it to the Grouping.

The above mentioned PCO will have a contract including all its services, signed by the Local Committee after approval of the Board of Directors and Steering Committee.

The Local Committee is also in charge of recovering the VAT.

Any surpluses of the Congress will have to be transferred by the PCO to the Local Committee, which then has to transfer the surpluses with the VAT recovery to the Grouping.

PROCEEDINGS

-Meetings of the Committee shall be convened by the President and decisions shall be taken in keeping with the same procedures as those of the Board of Directors. The Committee shall report to the Board of Directors and the Steering Committee at least twice a year. Decisions are taken by a majority of the members present or represented. Decisions can also be taken via a written consultation at the Chairman's instigation.

-The Local Committee has also to nominate the following committees for ECI :

Scientific Program Committee

The overall programme should cover four balanced tracks with both Basic and Clinical Immunology

A : Innate Immunity

B : Adaptive Immunity

C : Diseases of the immune system

D : Immune interventions

The programme should be prepared by a scientific committee, consisting of at least 12 members:

- 2 representatives of the organizing society

- 1 representative of the national societies with more than 500 members,

- 1 representative of other national societies.

Promotion Committee

The promotion committee consists of at least one representative of national societies with more than 500 members and the secretary general of EFIS, therefore, 10 members. The chairperson of this committee is member of the organizing society.