



Bylaws of the Groningen Declaration network

Pursuant to article 19 of the Groningen Declaration Network Statutes, the Board of Directors drafted and on 8 October 2020 adopted the following Bylaws, providing for subjects not covered by the Statutes. Unless expressly stated otherwise, the terms and definitions in these Bylaws will have the same meaning as the terms and definitions laid down in the latest revised Groningen Declaration Network's Statutes of 8 July 2020. Like the Statutes, the Bylaws are meant to be publicly available to the Network.

Chapter I: Participation in the Network as a signatory

Article 1: Applications for becoming a signatory

1. Signatories may be invited to join the Network, through an invitation from the Board of Directors.
2. Any organization interested in the aim of the Network may send an application for becoming a signatory to the Secretary of the Network. As part of the application, the applicant pledges to subscribe to the Network's Statutes, Bylaws, Code of Conduct and Statement of Ethical Principles.
3. The following information has to be provided in the application:
 - Organization name
 - Characterization of organization (for instance: Public; Private; National; International; other)
 - Main activities of organization
 - Reason of organization's interest in Groningen Declaration Network
 - Envisaged organization's contribution to Network • Address (Street; City; Zip/Postal Code; Country)
 - Name of representative from the organisation ([where applicable: dr. degree]; First name; [Prefix]; Last name)
 - Job title
 - E-mail address
 - Work phone and cell phone
 - Signed form of commitment to the Network's Statutes, Bylaws, Code of Conduct and Statement of Ethical Principles
4. On receipt of the complete application for becoming a signatory, the Secretary shall assess the application for completeness and submit complete applications for approval to the Board of Directors, which shall decide on the application.
5. The Secretary shall inform the applicant of the outcome in writing.



Article 2: Rights and Duties of Signatory

1. Signatories of the Network are entitled to:
 - a. Attend the Annual Network Meeting.
 - b. Suggest candidates for positions in the governance bodies of the Network.
 - c. Participate in and contribute to the work of the Network by joining Task Forces and Committees.
 - d. Have access to the GDN contact database and exclusive content on the GDN website.
2. It is incumbent on the signatory to comply with the rules and regulations as stated in the Statutes, Bylaws, Code of Conduct, Statement of Ethical Principles and other regulations of the Network.

Article 3: Courtesy Associates

The Board of Directors may offer the status of Courtesy Associate to organizations with which it wishes to promote good working relations. The benefits of Courtesy Associate status, and the selection of those to whom it is offered, shall be determined by the Board of Directors.

Article 4: Termination of participation in the Network

1. If a signatory wishes to terminate his or her participation, the signatory is to communicate this in writing to the Secretary.
2. A signatory who is found in breach of the Statutes, Bylaws, Code of Conduct, Statement of Ethical Principles and any other regulations or decisions of the Network shall be notified of suspension or removal in writing by the Secretary, after consulting with the Board of Directors.
3. A signatory whose participation has been suspended or removed has the right to appeal to the Board of Directors within a month of being informed of the decision. If the Board of Directors is in favour of the signatory that has been suspended or removed, the signatory shall be reinstated.

CHAPTER II: On Sponsoring

Article 5: Sponsorship

Pursuant to Article 3.2.e of the Statutes, for the financing of the Annual Network Meeting, the Board of Directors may seek sponsorships from third parties. The details for such a sponsorship shall be laid down on a case by case basis in a sponsorship agreement that will detail at least the amount of the sponsorship and the benefits that the sponsor may derive from the sponsorship.

Chapter III: Governance

Article 6: Board of Directors, duties and obligations

1. The Board of Directors is charged with developing, adopting and implementing the general policy of the Network, which shall in any case include reviewing the delegation to the Executive Director regarding financial responsibility.



2. Each year, the Board of Directors will hold at least 3 meetings, one at the beginning of the Annual Network Meeting, one at the conclusion of the Annual Network Meeting, and one 6 months in advance of the following year's Annual Network Meeting.
3. The members of the Board of Directors cannot be part of activities that are in conflict of interest with the Network or act in breach of the Statutes, Bylaws, Code of Conduct, Statement of Ethical Principles or decisions of the Network, or that unreasonably damage the Network.
4. A member of the Board of Directors may be suspended or dismissed when the member concerned has acted in breach of the Statutes, Bylaws, Code of Conduct, Statement of Ethical Principles or decisions of the Network, or has performed an act that inflicted serious damage to the Network.

Article 7: Vacancies

1. Where a vacancy arises with the President of the Network, the Board of Directors will nominate the Vice President to act as President until the term of the former President has expired.
2. Where a vacancy arises on the Board of Directors, an additional member shall be appointed by the Board of Directors.

Article 8: Attendance at meetings

1. Board of Directors members are required to attend all the Board of Directors meetings.
2. In case of incompatibility of agendas, Board of Directors members that are unable to attend an Board of Directors meeting shall inform the Secretary as soon as possible.

Chapter IV: Committees and Task Forces

Article 9: Committees

1. As mentioned in Article 16 of the Statutes, the Board of Directors may form Committees, which will be permanent. Three have been formed: the Nominations Committee; the Dissemination Committee; and the Annual Network Meeting's Organizing Committee.
2. Annual Network Committee. The President, Vice-President, Immediate Past President and Executive Director are ex-officio members of the Annual Network Meeting's Organizing Committee, as is a chief representative from the host organization in a given year, plus preferably chief representatives of the host organizations of both the year that immediately precedes that year's Annual Network Meeting, and of the year that follows.
3. Other members of the Annual Network Meeting's Organizing Committee shall be recruited preferably from among the signatories.
4. The President serves as chairperson of the Annual Network Meeting's Organizing Committee.
5. Dissemination Committee. The members of the Dissemination Committee nominate a chair that is to be approved by the Board of Directors. A member of the Board of Directors will be a member of the Dissemination Committee.
6. Nominations Committee. The Immediate Past President will chair the Nominations Committee, with other members to be approved by the Board of Directors.



7. All vacancies for the three Committees will be advertised as they arise to the Network signatories through the usual channels. A suitable period of time will be allowed to ensure that signatories wishing to apply for a position on a Committee may do so. Applications will be sent to the Secretariat, and together with the chair of the Committee, a written summary of applications will be made for the Committee members who then rank their preferences. The outcomes are sent to the Board of Directors for approval.
8. At least once a year the Committees shall have joint meetings with the Board of Directors.
9. In the fulfilment of their tasks, the Committees are obliged to look after the interests of all signatories in a balanced way.
10. All Committees shall have a document of Roles and Duties clearly describing their tasks and duties and term of office. The Board of Directors shall approve these documents.

Article 10: Task Forces

1. In accordance with Article 16 of the Statutes of the Network, the Board of Directors may establish and dissolve Task Forces, appoint its members and determine its tasks and powers.
2. Members of the Task Forces may be recruited preferably from among the signatories and from the Board of Directors and in case of too few candidates from the Network at large.
3. Non-signatories may be added as advisers.
4. All Task Forces report to the Board of Directors and operate within the terms of reference and the time schedule set by the Board of Directors.
5. If a budget is needed to operate the Task Forces, the budget must be approved by the Board of Directors.

Chapter V: Code of Conduct; Amendment of Statutes and Bylaws; Dissolution of Network

Article 11: Code of Conduct

1. The Network has a Code of Conduct. Any changes will be proposed by the Board of Directors, carried out by the Secretariat, and publicized at the Annual Network Meeting.
2. The Code of Conduct shall include a conflict of interest policy, in which it is stated that signatories avoid any conflict between their personal, professional and/or business interests on the one hand and the interests of the Network. In the event such a conflict exists, the signatory has to refrain from certain specified actions or is forced to give up a certain office. Activities or transactions that (may) constitute a conflict of interest will be specifically mentioned.

Article 12: Amending the Bylaws/Statutes

1. Members of the Board of Directors can propose amendments to the Bylaws. The procedure described in Article 19 of the Statutes is applicable.
2. Changes in the Bylaws and/or Statutes should only be done when absolutely necessary. The process should always allow for good discussion time in a meeting by the Board of Directors.



3. After the Board of Directors has resolved to amend the Statutes, the Secretary will be in charge of the procedures to have the amendments integrated into the Statutes.

Article 13: Dissolution of the Network

1. Proposal to dissolve the Network can be made by the Board of Directors. The procedure described in Article 21 of the Statutes is applicable.