

DRAFT Minutes EFORT General Assembly Meeting

Hamburg, Germany
Tuesday, 21 May 2024

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Location & date:	Venue: Congress Centre Hamburg (CCH), Hamburg, Germany Date: Tuesday, 21 May 2023 from 16:30 – 18:30 (local time)
Participants:	National Delegates from National Member Societies* Presidents Associated Scientific Societies** Presidents National Member Societies** Members of the EFORT Board and Executive Committee** Candidates EFORT Board positions**

*voting rights

** NO voting rights (unless also National Delegate)

Topics	Speakers
1. Welcome by the EFORT President and introduction The EFORT President, David Limb welcomed all present and opened the 2024 General Assembly. He briefly went through the election process, listing the different election runs and explaining that voting will be done electronically through a voting application; only National Delegates from the EFORT National Members Societies have voting rights within the General Assembly and therefore received the link and access code to the voting app. Articles relevant for the election of new Board members are: ARTICLE 48. The election shall be held by secret ballot on the occasion of the General Assembly meeting. ... ARTICLE 49. In the election of the EFORT Board each Delegate at the General Assembly shall have only one vote. Transfer of the vote to the other National Delegates not permissible in this case. ARTICLE 50. The candidate receiving the largest number of votes shall be deemed elected. ARTICLE 51. The newly elected members of the EFORT Board shall take office seven days after the relevant General Assembly meeting or at such other date as determined in the relevant General Assembly election resolution. Outgoing members of the EFORT Board cease to hold office at the time the newly elected members of the EFORT Board take office. ARTICLE 54. With the exception of the President, the Executive Delegates (EFORT Board members) shall have no voting right at the General Assembly. The President (or in his or her absence the 1st Vice President) shall have a casting vote, save in respect of secret ballots.	David Limb (DL)
2. Minutes of the General Assembly 2023 in Vienna (approval of minutes → <i>vote and announcement result</i>)	DL

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<p>The minutes have been shared with the National Societies in August last year already and as supporting document to this General Assembly prior to the meeting.</p> <p>There were no comments to the draft and the minutes were approved with 100% of the votes of the voting delegates present at that time (34 approvals, 0 rejections).</p>	
<p>3. Elections</p> <p>3.1 Introduction to election process Board</p> <p>The EFORT Secretary General, Professor Rob Nelissen, briefly went through the election process again, reminding everyone that only National Delegates of the EFORT National Member Societies have voting rights within the EFORT General Assembly.</p> <p>3.2 Open positions Board /applications received</p> <p>All applications have been evaluated and approved by the Nominating Committee:</p> <ul style="list-style-type: none"> → Manuel Cassiano Neves (Portugal) → Antonio Murcia Asensio (Spain) → Frank Plaesschert (Belgium) → Goran Vrgoč (Croatia) <p>3.3 Election new Board members</p> <p>N.B.: Acc. to Art 37 of the EFORT Statutes, the EFORT Board shall be composed of ten members.</p> <p>Following articles 37 et seq. of the Statutes, the following elections took place:</p> <ul style="list-style-type: none"> → Second Vice President → Secretary General → One Member at Large I → One Member at Large II <p>The following nominees are up for vote:</p> <ol style="list-style-type: none"> 1. <u>Second Vice President</u>: Prof. Dr. Rob Nelissen, The Netherlands – new candidate 2. <u>Secretary General</u>: Prof. Dr. Andreas Leithner, Austria – new candidate 3. <u>Member at Large I</u>: Prof. Dr. Mehmet Demirhan, Turkey – new member 4. <u>Member at Large II</u>: Dr. René Mihalič, Slovenia - re-election 	<p>Rob Nelissen (RN)</p> <p>RN</p> <p>RN/candidates</p> <p>DL RN RN RN</p>

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<p>All candidates have verified proposers and seconders, are aware of their nominations and willing to accept the positions if elected. All new EFORT Board members will take office as of after the 25th EFORT Congress on Saturday, 25 May 2024 (Art. 51).</p> <p>All candidates briefly presented themselves.</p> <p>Results of the election by secret ballot (Art. 48):</p> <p><u>Newly elected members:</u></p> <p>Prof. Dr. Rob Nelissen was elected Second Vice President, without signatory authority, for the period 2024/2025 with 94% of the votes in favour from the voting delegates present at that time (35 votes in total, 33 approvals, 2 rejection). The vote passed. He accepted his new position at the meeting.</p> <p>Prof. Dr. Andreas Leithner was elected Secretary General, with signatory authority collective at two, for the period 2024 to 2026 with 97% of the votes in favour from the voting delegates present at the at time (36 votes in total, 35 approvals, 1 rejection). The vote passed. He accepted his new position at the meeting.</p> <p>Prof. Dr. Mehmet Demirhan was elected Member at Large I, without signatory authority, for the period 2024 to 2026 with 86% of the votes in favour from the voting delegates present at the at time (36 votes in total, 31 approvals, 5 rejection). The vote passed. He accepted his new position at the meeting.</p> <p>Dr. Dr. René Mihalič was elected Young Member at Large II, without signatory authority, for the period 20244 to 2026 with 84% of the votes in favour from the voting delegates present at the at time (37 votes in total, 31 approvals, 6 rejections). The vote passed. He accepted his new position at the meeting.</p> <p><u>Changes in positions of existing members:</u></p> <p>Acc. to Art. 38 of the EFORT Statutes, the President, at the end of her term, remains a member of the EFORT Board for a further one-year period. Hence, Mr. David Limb shall become Immediate Past President, without signatory authority, for the period 2024/2025. He accepted his new position at the meeting.</p> <p>Acc. to Art. 41 of the EFORT Statutes, the First Vice President shall become the President at the end of the latter's term of office, and the Second Vice President shall become First Vice President at the end of the latter's term of office.</p> <p>Consequently, Prof. Dr. Theofilos Karachalios shall become EFORT President, with signatory authority collective at two, for the period 2024/2025 and Prof. Dr. Pietro Ruggieri will become First Vice President, without signatory</p>	<p>RN/candidates</p> <p>RN</p>
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authority, for the period 2024/2025. Both, Prof. Theofilos Karachalios and Prof. Pietro Ruggieri accepted their new positions at the meeting.

As all new Board members, the above mentioned will take office as of after the 25th EFORT Congress on Saturday, 25 May 2024 (Art. 51).

End-of terms and removal of members:

Following the stipulation in Art. 38 of the EFORT Statutes, the term of office of the Immediate Past President finishes after one year. Hence, Prof. Dr. Enrique Gómez-Barrena will end his term and step down from his position as Immediate Past President.

Acc. to Art. 43 of the EFORT Statutes, the three Member at Large shall be elected for two years renewable once. Hence, Prof. Dr. Katre Maasalu will finish her term of office and no longer be a Board member.

Prof. Enrique Gómez-Barrena and Prof. Katre Maasalu accepted that they will step down from the EFORT Board as of after the 25th EFORT Congress on Saturday, 25 May 2024 (Art. 51).

N.B.: Following the elections and the succession and removal of previous members, the new EFORT Board for the period 2024/2025 is as follows:

- ❖ *EFORT President: Prof. Dr. Theofilos Karachalios, Greece*
- ❖ *First Vice President: Prof. Dr. Pietro Ruggieri, Italy*
- ❖ *Second Vice President: Dr. Rob Nelissen, the Netherlands*
- ❖ *Immediate Past President: Mr. David Limb, United Kingdom*
- ❖ *Secretary General: Prof. Dr. Andreas Leithner, Austria*
- ❖ *Treasurer: Prof. Dr. Gilles Pasquier, France*
- ❖ *Member at Large: Prof. Dr. Mehmet Demirhan, Turkey*
- ❖ *Member at Large: Dr. René Mihalič, Slovenia*
- ❖ *Member at Large: Prof. Dr. Dieter Christian Wirtz*
- ❖ *Young Member at Large: Christina Frølich Frandsen, Denmark*

3.4 Election new EFORT Associated Scientific Society

The Indonesian Orthopaedic Association (IOA) submitted an application to become a member of EFORT as an Associated Scientific Society (art. 8c). The Indonesian Orthopaedic Association (IOA) has been approved by the General Assembly to become a new EFORT Associated Scientific Society with 100% of the votes in favour from the voting delegates present at the at time (34 votes in total, 34 approvals, 0 rejection). Associated Scientific Societies shall have no voting rights.

RN/Society

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<p>3.5 Statutes changes</p> <p>The EFOR T Board proposed to change the statutes; the following articles are concerned: Articles <u>8a</u>), 9, <u>12a</u>), <u>12b</u>)13, 14, 17, 18, <u>19</u>, 20, <u>28</u>, <u>34</u>, 55, <u>59</u> and <u>70a</u>).</p> <p>Articles 8a), 9, 12a), 12b)13, 14, 17, 18, 19, 20, 28, 34, 55 and 70a) relate to a proposed change in the membership structure while art. 59 relates to a modification for legal representation of the organisation.</p> <p>The main article(s) that include the change in approach were detailed during the general assembly and subsequent presentation, highlighting the primary modifications (underlined above). We delegate to the national delegates the responsibility to review and revert to all other articles impacted by these changes. These articles are included and shared in the document proposing the statutes changes, which was sent on 9 April and uploaded as a supporting document. This includes making necessary adaptations or minor language edits to ensure consistency and coherence throughout the document.</p> <p><i>ARTICLE 8 a):</i></p> <p>Current paragraph: The Ordinary Members of the Federation shall be the National Societies of orthopaedic surgery and musculoskeletal traumatology from European countries.</p> <p>Additional paragraph to added:</p> <p>The Ordinary Members of the Federation shall be the National Societies of orthopaedic surgery and musculoskeletal traumatology from European countries and those societies representing the subspecialties of trauma and orthopaedic surgery whose members are members of, or eligible for membership of, the National Societies of Orthopaedic surgery and musculoskeletal traumatology.</p> <p><i>ARTICLE 12 a):</i></p> <p>Current paragraph: The Society must devote itself to orthopaedics, orthopaedic surgery and musculoskeletal traumatology in general.</p> <p>Additional paragraph to added:</p> <p>The Society must devote itself to orthopaedics, orthopaedic surgery and musculoskeletal traumatology in general, or be a Society that represents a subspecialty of orthopaedic surgery and musculoskeletal traumatology across Europe that is open to membership of the members of the National Societies.</p>	DL/RN
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ARTICLE 12 b):

Current paragraph:

The applicant Society must be open to all orthopaedic or musculoskeletal surgeons from the country in which it is active.

☐ Additional paragraph to added:

The applicant Society must be open to all orthopaedic or musculoskeletal surgeons from the country in which it is active or, in the case of a subspecialty Society, be open to membership by European orthopaedic surgeons practising in that subspecialty area and meeting its eligibility criteria.

ARTICLE 19:

Current paragraph:

There shall be only two Delegates from each country. If there are two Ordinary Members from a participating country, the Ordinary Members shall each have one Delegate. If there are more than two Ordinary Members from one participating country, each Ordinary Member shall designate one Delegate. Two Delegates shall then be chosen by and amongst the Ordinary Members in a rotating system.

Additional paragraph to added:

There shall be only two Delegates from each country representing the National Association. If there are two Ordinary Members from a participating country, the Ordinary Members shall each have one Delegate. If there are more than two Ordinary Members from one participating country, each Ordinary Member shall designate one Delegate. Two Delegates shall then be chosen by and amongst the Ordinary Members in a rotating system. Each subspecialty Society shall have 2 delegates, at least one of which is a member of their executive board. Delegates from subspecialty Societies can be from the same country as delegates from a National Association, but the two delegates representing a subspecialty Society must each be from a different country.

ARTICLE 28:

Current paragraph:

The General Assembly shall receive and process applications from National Societies for membership of, and applications of the EFORT Board for exclusion from the Federation (see ARTICLES 10, 11, 12, and 14).

Additional paragraph to added:

The General Assembly shall receive and process applications from National Societies for membership of, and applications of the EFORT Board for exclusion from the Federation (see ARTICLES 10, 11, 12, and 14). The

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subspecialty Societies are not eligible to nominate candidates for Board positions.

ARTICLE 34:

Current paragraph:

The General Assembly shall have the power to change the Statutes. For this purpose, at least two thirds of the Delegates of the Federation's Ordinary Members (see ARTICLE 16 ss.) must be present or represented (see ARTICLE 20, second sentence) at the General Assembly (quorum) and a deciding vote shall be a two-thirds majority of the votes cast (qualified majority).

Additional paragraph to added:

The General Assembly shall have the power to change the Statutes. For this purpose, at least two thirds of the Delegates of the Federation's Ordinary Members representing the National Societies (see ARTICLE 16 ss.) must be present or represented (see ARTICLE 20, second sentence) at the General Assembly (quorum) and a deciding vote shall be a two-thirds majority of the votes cast (qualified majority).

ARTICLE 59:

Current paragraph:

The Federation is legally represented by the President and the Secretary General. They have sole power of legal representation.

Additional paragraph to added:

The Federation is legally represented by the President and the Secretary General. They have sole power of legal representation. The Board may designate an additional individual, who is authorised to legally represent the Federation.

ARTICLE 70 a):

Current paragraph:

The Annual Dues of the Ordinary Members shall be determined by the General Assembly.

The contribution of each Ordinary Member of the Federation shall be calculated according to the number of a National Society's domestic members who pay dues to the National Society. The Annual Dues shall equal the amount resulting from multiplying the number of the Society's domestic members who pay dues to the respective National Society with the Annual Basic Contribution. The Annual Basic Contribution shall be determined by the General Assembly in EUROS and set out in the EFOR Contribution Regulation, which Contribution Regulation shall be an integral part of these

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<p>Statutes. The Contribution Regulation may be amended from time to time by the General Assembly with a simple majority of the votes cast.</p> <p>Additional paragraph to added:</p> <p>The contribution of each Ordinary Member of the Federation shall be calculated according to the following –</p> <p>In the case of a National Society the number of a National Society's domestic members who pay dues to the National Society. The Annual Dues shall equal the amount resulting from multiplying the number of the Society's domestic members who pay dues to the respective National Society with the Annual Basic Contribution.</p> <p>In the case of a subspecialty Society the contribution will be the number of that societies membership fee paying members multiplied by the dues.</p> <p>The quorum was not reached (37 out of 72 National Delegates were present). Notwithstanding and following article 34, the General Assembly was entitled to resolve on the amendment of the Statutes given that the Delegates present or represented at the General Assembly were produced by National Societies that in the aggregate present more than two thirds of all domestic members of the National Societies that pay dues to the respective National Society (18'123 domestic members of National Societies represented out of a total of 26'726). The General Assembly accepted the proposed changes for the membership structure with 83% and with 94% for the legal representation of the organisation. The votes passed.</p> <p>3.6 Nominating Committee: Call for applications/express of interest for new committee members 2024/2025</p> <p>Any candidates from the National Societies interested in joining the Nominating Committee are invited to contact the EFORT Head Office at national.societies@efort.org and send in their CV by the end of August 2024.</p> <p>To motivate potential candidates to apply to become a member of the nominating committee, a name list of all delegates present has been circulated during the General Assembly to express their interest. The list has been collected at the end of the General Assembly.</p> <p>The outgoing Nominating Committee will then select the new members to be responsible for the nominating process 2025.</p>	<p>DL</p>
<p>4. Finance report</p> <p>4.1 Introduction</p> <p>4.2 Financial statement 2023</p> <p>The Treasurer presented the financial statement 2023 and the budget 2024.</p>	<p>Gilles Pasquier (GP)</p>

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2023 was a year of transformation: Vienna 2023 was not a financial success with lower income than expected even we achieved more than 2,900 registrations.

As you may recall, last year we faced significant concerns regarding EFORT's financial stability. In 2023, revenues from the congress—both in terms of participation and sponsorship—were lower than anticipated. By September, EFORT was in a negative financial position, and the situation raised serious concerns under Swiss bankruptcy regulations. Our CEO alerted the EFORT Board to the gravity of the situation.

In response, a financial recovery plan was rapidly developed and implemented to stabilise the organisation. Key measures included:

1. **Leadership Restructuring:** The PCO (Professional Congress Organiser) contract was renegotiated, leading to a change in leadership.
2. **Congress Management:** A new management approach for the congress was introduced.
3. **Short-Term Financing:** An initial loan was secured from the EFORT Foundation.
4. **Long-Term Financing:** Concurrently, new funding avenues were pursued to address the over-indebtedness reflected in the 2023 accounts. In March 2024, EFORT secured another subordinated loan from MCI Group—now our new PCO—which resolved the over-indebtedness and ensured continued operations.

According to our financial auditor, based on these measures, budget and cash flow projections indicate that EFORT should be able to maintain an appropriate level of liquidity over the next year.

Short-Term Financial Impact (2023 vs. 2022)

- Net income decreased by over 10%.
- Membership fees remained stable.
- Education revenue was cut in half, largely due to low attendance at the Vienna congress.
- Overall, net income dropped by 12%.
- Meanwhile, expenses increased, with the Vienna congress proving more costly than the previous one in Lisbon.

Balance Sheet Impact

- Cash and cash equivalents fell by 75%, significantly affecting asset liquidity.
- Total assets were reduced by 50%.
- Total current liabilities increased.
- General funds became negative.

Medium-Term Strategic Actions

To ensure long-term sustainability, the following measures have been planned and are being implemented:

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1. **Diversification of Income:** New income sources are being developed.
2. **Strategic Focus:** Priorities have been streamlined to concentrate on EFORT's core missions: *Education* and *European Affairs*.
3. **Operational Efficiency:** Staff was reduced.
4. **Office Cost Optimization:** EFORT's office space was restructured into a more flexible arrangement, reducing rental costs by 70%.

For the detailed financial report, pls. refer to the annual report, pages 31-51 in annex 1.

4.3 Budget 2024

In 2024, our objective is to maintain stability in key revenue areas—namely registration fees and sponsorships. The Head Office has made considerable efforts to reduce fixed expenses, and the structural changes implemented at the beginning of 2024 are starting to show positive effects.

The new contract with MCI, our Professional Congress Organiser (PCO), is expected to contribute further to cost reductions. However, despite these efforts, 2024 remains a financially challenging year for EFORT.

The monthly financial forecasts highlights significant fluctuations throughout the year. A key turning point appears in May, marking a break from the previous financial trajectory. This shift is an effect from the new contract entered with MCI. Under this agreement, covering the period 2025–2030, pre-financing based on future congress proceeds has been arranged to support EFORT's liquidity during this transitional year.

4.4 Comments and questions

There were no comments or questions.

4.5 Closing remarks and approval of accounts

→ *vote and announcement result*

The accounts were approved with 89% of the votes of the voting delegates present at the time (35 votes in total: 31 approvals and 4 rejections).

5. Annual report/activity report by the EFORT President

5.1 Activity report

2023 - Genuine priorities: exploring progressive models

This address naturally focuses on EFORT's financial situation, already identified as precarious during last year's General Assembly, largely due to our dependence on a single income-generating event—the annual congress. As you know, the congress was cancelled for two consecutive years during the COVID pandemic, which significantly depleted our reserves. Although budgets were cautiously set, rising inflation, soaring energy costs, and the

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unstable geopolitical context severely impacted the financial outcome of the Vienna 2023 congress, forcing us to make difficult decisions.

In response, our strategy followed two tracks: immediate action and medium-term solutions. Structural changes and a critical review of our services quickly became necessary.

The initial measures focused on revising financial agreements and securing new funded partnerships aligned with EFORT's core objectives: **Education** and **European Affairs**. These were selected as our genuine priorities, requiring a focused approach over broader ambitions.

We also began exploring new models for congress management, ensuring future editions reflect these priorities more efficiently.

In the medium term, we launched a comprehensive review of income sources, particularly in community and membership management. We are currently "right-sizing" our workforce and reassessing our office needs, aiming for more flexible infrastructure. We are also evaluating technical providers to better match scope with cost.

We are pleased that key initiatives—such as the EBOT exam, the webinar series, and *EFORT Open Reviews*—will continue without interruption. We take this opportunity to highlight their success.

We also hope the EU activities report will underline EFORT's growing influence on the "Brussels chessboard."

This situation echoes last year's strategic discussions on what services EFORT should provide and how we should fund them. That dialogue remains essential.

We fully acknowledge the challenges ahead. Our rescue plan is not purely financial—it embraces progressive models designed to build a stronger, more sustainable EFORT.

For the detailed financial report, pls. refer to the annual report, pages 7-30.

5.2 Discharge of the Board

→ *vote and announcement result*

The EFORT Board was discharged with 91% of the votes of the voting delegates present at the time (33 votes in total: 30 approvals and 3 rejections).

6. Short outlook from the incoming President – Theofilos Karachalios

Tehofilos
Karachalios

Orthopaedics is evolving rapidly, driven by technological innovation that is transforming both clinical practice and education. As advancements accelerate, so does the need to adapt—without losing sight of patient-specific care.

Today's patients are more informed, often turning to online sources. This shift challenges us to redefine the orthopaedic specialist's role amid a flood of information that isn't always reliable or neutral.

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<p>As EFORT's new president, my focus will be on critically engaging with this transformation. In line with the Lyon Congress theme "Modern Technologies in Orthopaedics: Challenging Ethics & Outcomes" we will explore how to integrate innovation while upholding trust, professionalism, and patient-centred values.</p>	
<p>7. Miscellaneous</p> <p>7.1 Next General Assembly 2025</p> <p>DL informed all present that the next EFORT General Assembly will take place in Lyon France, Germany, on Tuesday, 10 June 2025, just prior to the 26th EFORT Congress from 11 to 13 June 2025.</p> <p>DL asked the GA by show of hands if they think that we need to review the membership fees. Majority yes!</p> <p>7.2 Closing remarks</p> <p>DL thanked all present for their presence and contribution and invited everyone to join the General Assembly Welcome Reception and wished everyone a successful congress.</p>	<p>DL</p> <p>DL</p>

David Limb

EFORT President 2023/2024

Rob Nelissen

EFORT Secretary General