

Global Allergy and Airways Patient Platform

1130 Wien Altgasse 8 - 10

STATUTES

dated
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Preamble

All personal function and position designations in these statutes are subject to both their female and male expressions.

1.0 Name, seat of the association and field of activity

The name of the association is "Global Allergy and Airways Patient Platform" (hereinafter GAAPP). It has its registered office in Vienna. Its non-profit-making activities extend to the entire world.

2.0 Purpose of the association

The purpose of the association is:

- the representation of the interests of self-help organizations active in the field of allergy and respiratory diseases;
- to present and support the health and social policy concerns of its members;
- the establishment and strengthening of information, networking and cooperation structures between GAAPP and the relevant decision-makers, interest groups and representative bodies of health and social care institutions in the various countries;
- the participation in health and social policy developments and decisions;
- working in partnership with global "health care organisations" such as ARIA, GINA, GOLD, WAO, WHO-GARD and others;
- supporting members in implementing early diagnosis, patient-centred care with pre- and post-care, access to modern medication and rehabilitation;
- access to the best possible therapy through information and training to achieve successful self-management;
- Involvement of those affected in the decision-making process to increase adherence to therapy;
- to fight for the rights of allergy and respiratory diseases patients to live in smoke-free environments and clean air
- to promote the personal responsibility of those affected, to make them aware of a healthy lifestyle in order to keep restrictions in their daily life and activities behind them;
- to motivate relatives of affected persons, carers and medical staff to support patients in managing their own disease;
- to take up, develop and promote self-help relevant plans and projects
- Quality development of self-help in the field of allergy and respiratory diseases in the health and social sector
- to intensify the connection between the individual members.

3.0 Means to achieve the purpose of the association

3.1 The purpose of the association shall be achieved by

- Issuing of publications
- Training and further education for the member organisations through lectures, meetings, webinars;
- Internet presentation
- Social media
- Contact and cooperation with globally active institutions with similar objectives;
- Organization of and participation in information events, congresses and exhibitions;
- Surveys;
- Further training for members of the medical professions and persons undergoing training for them as well as persons active in health policy.

3.2 The necessary material resources will be provided by

- Membership fees;
- Grants;
- Donations;
- Event fees;
- Income from capital assets;
- other contributions.

4.0 Membership

Full members

Full members of GAAPP can be topic-related self-help or patient organisations all over the world.

The Executive Board decides on the admission of full members. The admission can be refused without giving reasons.

Associated members

Associate members can be topic-related medical organisations that have at least one patient group with their own patient-focused objectives.

Honorary members

Persons who have rendered outstanding services to GAAPP or to the objectives pursued by GAAPP may be elected honorary members by the General Assembly on the proposal of the Executive Board.

5.0 Termination of membership

Membership ends by voluntary withdrawal, by cancellation, by exclusion or by loss of legal personality. If a member withdraws from the association, he/she has neither a claim to repayment of membership fees paid nor a claim to existing association assets. Withdrawal can only take place on 31 December of each year. It must be notified in writing to the office of GAAPP at least six months in advance. If the notification is made late, it is only effective on the next withdrawal date. For the timeliness the date of the notice is decisive.

The Executive Board may expel a member if he or she is more than six months in arrears with the payment of membership fees despite two written reminders with an appropriate grace period. The obligation to pay the membership fees that have become due remains unaffected.

The exclusion of a member from the association can also be ordered by the Executive Board due to gross violation of other membership obligations, due to serious violation of the provisions of the GAAPP statutes or due to dishonourable behaviour. An appeal against the exclusion can be made to the General Assembly within two weeks after receipt of the written exclusion decision. Until the decision of the General Assembly, membership rights and obligations are suspended.

Withdrawal of honorary membership may be decided by the General Assembly for the same reasons as apply to members, at the request of the Executive Board.

6.0 Rights and obligations of members

Full members, associated members and honorary members are entitled to participate in all events of the association.

Full members have a seat and vote in the General Assembly as well as the right to vote and stand for election.

All members have the right to be informed about the activities of the association and about the financial management by the Executive Board in every general assembly.

Members are obliged to promote the interests of GAAPP to the best of their ability and to refrain from doing anything that could harm the reputation and purpose of the association. They must observe the association's statutes and the resolutions of the association's bodies.

The members are obliged to pay the admission fee and the membership fee in the amount decided by the General Assembly immediately after receiving the request.

Honorary members pay no membership fee.

7.0 Association bodies

The organs of the association are:

- The General Assembly;
- The Executive Board;
- The Auditors.

8.0 The General Assembly

The General Assembly is the "Members Assembly" of the "Global Allergy and Airways Patient Platform" association.

8.1 Convening, participation in the General Meeting

Convening

The General Assembly shall be convened at least every two years by the Chairman or, if he is prevented from doing so, by his Deputy. The meeting must be convened in writing (letter, e-mail, fax) at least 4 weeks in advance, stating the agenda.

Participants

All full members are entitled to participate and vote at the General Assembly and have the right to vote and stand for election.

The members are represented by their respective chairmen or by an authorised representative. The authorisation by the respective chairman of the individual member must be submitted in writing. Each ordinary member participating in the General Assembly may only exercise a maximum of one voting right.

Honorary members and associate members have the right to participate in the General Assembly but have no voting rights.

Agenda

The agenda shall be set by the Chairman or, if he is prevented from doing so, by the Vice-Chairman, taking into account the proposals of the members. The agenda shall list all items to be discussed and decided at the meeting.

Motions for changes to the agenda must be submitted to the Executive Board in writing at least two weeks before the date of the General Assembly, whereby the date of the postmark or the date of dispatch of fax or e-mail is decisive.

Extraordinary General Assembly

An extraordinary general assembly must take place upon decision of the Executive Board or the ordinary general assembly.

If the members of GAAPP according to § 5 paragraph 2 of the Association Law or of the auditor's request in writing that an extraordinary General Assembly be convened, the Chairman is obliged to convene an extraordinary General Assembly.

The call must be made within 14 days after the request to hold an extraordinary General Assembly has been received by the Executive Board. The Extraordinary General Meeting thus convened must be held within a period of 6 weeks after it has been called. Otherwise, the same provisions apply as for the General Assembly.

8.2 Tasks of the General Assembly

The General Assembly is responsible for passing resolutions on

- Approval of the minutes of the last meeting;
- Acceptance of the activity report of the Executive Board;
- Receipt of the auditors' report;
- Approval of the financial statements
- Discharge of the Executive Board;
- Exclusion of members;
- Resolution on the amount of the membership fee and any cost contributions;
- Resolution on the work programme of the Executive Board;
- Election of the Executive Board;
- Election of the auditor;
- Premature dismissal of the Executive Board or individual members of the Executive Board;
- Passing of resolutions on amendments to the statutes;
- Appointment of honorary members;
- Dissolution of the association;
- Resolution on other issues on the agenda

8.3 Formation of will

Chair

The general assembly is chaired by the chairman or, if he is prevented, by the vice-chairman or, if he is prevented, by the oldest of the members present. The chairman leads the discussions and determines the order of the items on the agenda and the type of voting.

Passing of Resolutions, Quorum

The General Assembly has a quorum regardless of the number of members present.

All elections and resolutions are always carried out with a simple majority of votes. A majority of two thirds of the valid votes cast is required to decide on amendments or additions to the statutes or on the dissolution of the Association.

Valid resolutions, with the exception of those concerning a motion to convene an extraordinary general meeting, can only be passed on agenda items.

In the event of a tie, the chairman has the casting vote.

Minutes

The secretary is responsible for keeping the minutes. The minutes contain the agenda and the resolutions passed and are signed by the Chairman of the General Assembly and the Secretary. At the request of a member, the voting ratio must also be recorded in the minutes. The minutes are to be sent to the members at the latest 2 months after the General Assembly.

Miscellaneous

The members of the General Assembly exercise their function on an honorary basis.

The meetings of the General Assembly are not public, but the chairman is free to invite guests.

9.0 The Management Board

9.1 Convening and composition

The Management Board consists of

- the chairman
- the secretary
- the treasurer

Up to two deputies may be elected for each member of the Executive Board whereby the order in which they are to represent the respective member of the Executive Board must be determined at the time of their election.

The members of the Executive Board are elected by the General Assembly for a period of four years, re-election is possible three times. The General Assembly or an Extraordinary General Assembly may, with a simple majority, prematurely dismiss the Executive Board or individual Executive Board members. Each function on the Executive Board must be performed personally.

If a member of the Executive Board resigns prematurely, his deputy will take over his function until the next election of the Executive Board. If no deputy is available for a retiring member of the Board, the Board is entitled to co-opt a new member to the Executive Board for the period until the next General Assembly. In this case, the next General Assembly or an Extraordinary General Assembly will elect a new Executive Board for the remainder of the remaining term of office.

If the Executive Board fails at all or for an unforeseeable long period of time without self-supplementation through co-optation, each auditor is obliged to immediately call an extraordinary General Assembly for the purpose of electing a new Executive Board. If the auditors are also unable to act, each ordinary member who recognizes the emergency must immediately apply to the competent court for the appointment of a curator, who must immediately call an extraordinary General Assembly.

The members of the Executive Board may declare their resignation in writing at any time. The declaration of resignation is to be addressed to the Executive Board, or in the case of resignation of the entire Board, to the General Assembly. The resignation of the entire Executive Board shall only become effective upon the appointment of the new Executive Board.

Convening

The Executive Board shall meet as required. The written convening (letter, e-mail, fax) is issued by the chairman, or in case he is unable to attend, by the deputy chairman, at least 8 days in advance and includes the agenda.

Auditors can participate in the meetings of the Executive Board but have no voting rights.

Miscellaneous

Legal transactions between board members or auditors and the association require the approval of the Executive Board.

The members of the Executive Board perform their function on an honorary basis.

The meetings of the Board are not public.

9.2 Responsibilities of the Managing Board

The Executive Board must carry out the management of the association under its own responsibility as required by the purpose of the association. In addition to the legal reporting obligation, the Executive Board must report to the general assembly about all measures and the situation of the association.

The Chairman

The chairman conducts the current business of the association, chairs the general assembly and the meetings of the Executive Board. He convenes the meetings of these bodies and represents the association externally.

Important business documents, especially legal documents and similar obligations are signed by the chairman together with the secretary, in financial matters together with the treasurer.

In the event of imminent danger, the Chairman is entitled to issue orders independently and under his own responsibility, even in matters which fall within the sphere of action of the General Assembly or the Executive Board; however, such orders require subsequent notification of the responsible body of the Association.

The Deputy Chairman

The Deputy Chairman shall fully represent the Chairman in the event of the latter being prevented from attending.

The Secretary

The secretary is responsible for planning and organising the meetings of the association's organs, conducting correspondence and drawing up minutes of meetings, drawing up the resolutions of the organs, keeping the membership file, informing members and managing the archive.

The Treasurer

The treasurer is responsible for the proper conduct of the association (income and expenditure account, balance sheet) including the preparation of the annual financial statement. Like the chairman, he or she has unlimited authority to dispose of the association's funds externally (e.g. to banks). A case-by-case limitation of the right of disposal and all other guidelines for the conduct of proper business are to be decided by the Executive Board if necessary.

Other tasks of the Executive Board are:

- Establishment of an accounting system in accordance with the requirements of the association with continuous recording of income and expenditure and keeping a list of assets as a minimum requirement;
- Preparation of the annual statement of accounts and the financial statement including the balance sheet by 30 June of the following year at the latest;
- Administration of the association's assets;
- Preparation of the budget;
- Informing the members of the association about the association's activities, the association's conduct and the audited accounts;
- Admission and exclusion of members of the association;
- Preparation of the General Assembly;

- Ensuring that minutes are taken at the meetings of the General Assembly and the Board;
- Preparation of amendments to the statutes and their presentation to the general assembly for approval;
- Admission and dismissal of employees of the association;
- Establishment of working groups;
- Nomination for appointment as honorary member.

9.3 Formation of will

Chair

The meetings of the Executive Board are chaired by the Chairman. He determines the order of the items on the agenda and the type of voting. If the chairman is unable to attend, the deputy chairman shall chair the meeting. If the Vice-Chairman is also unable to attend, the oldest member of the Executive Board present at the meeting shall chair the meeting.

Resolution, Quorum

The Executive Board is quorate if all its members have been invited and at least half of them are present.

The Executive Board passes its resolutions by simple majority. In the event of a tie, the chairman has the casting vote.

Minutes

The minutes, which must contain the names of those present, the agenda and the resolutions adopted, shall be signed by the Chairman and the Secretary and shall be made available to the members of the Executive Board.

10.0 Advisory board

The Executive Board may appoint an Advisory Board to provide expert advice.

11.0 Office

In order to carry out its tasks, GAAPP establishes and maintains an office.

For the execution of its current tasks, the Executive Board may appoint a managing director who works on the instructions of the Executive Board. The task profile of the managing director shall be defined in rules of procedure. The managing director participates in the meetings of the Executive Board and at the general assembly in an advisory capacity.

12.0 The auditors

The General Assembly shall appoint two auditors from among the ordinary members for the duration of the Board's term of office. A re-election is possible. The auditors cannot be members of the Executive Board but have the right to attend its meetings without voting rights.

The audit by the auditors must be carried out in such a way as to ensure that a report on the audit is prepared within four months of the completion of the annual accounts. The audit shall extend to the correctness of the accounts, the complete and correct recording of the individual items of the annual financial statements and the proper and appropriate use of funds in accordance with the Articles of Association. It includes an examination of the formal regularity and accuracy of the supporting documents and their accounting records, as well as the valuation of assets and liabilities to the extent necessary by sampling. The result of the audit by the auditors is summarised in writing by the auditors and forms the basis for the referral to the General Assembly. This report is the basis for the decision in the General Assembly to discharge the Executive Board.

The (extraordinary) General Assembly or the Executive Board may commission the auditors, or the auditors are entitled to inspect the Association's accounts and all records of the Association at any time.

13.0 The arbitration tribunal

In all disputes arising from the association relationship between individual members of the association, the arbitral tribunal shall decide.

The arbitral tribunal is formed in such a way that each party to the dispute chooses an arbitrator, whereupon the two arbitrators have to agree on a third party as the chairman of the arbitration tribunal. If no agreement can be reached on the chairman of the arbitral tribunal, the decision will be made by drawing lots from among several proposed arbitrators.

Only full members can be members of the arbitral tribunal. If no arbitral tribunal comes about, a (extraordinary) general assembly decides.

The arbitration tribunal decides in the presence of all its members, to the best of its knowledge and belief, without being bound by certain standards. It takes its decisions and resolutions by majority vote. The decisions of the arbitration tribunal are final within the Association. All members of the Arbitration Court are obliged to vote. Abstention from voting is not permitted.

14.0 Dissolution of the association

The association is to be dissolved if the general assembly or an extraordinary general assembly decides so with a 2/3 majority.

The dissolution is subject to the provisions of the Austrian law on associations of 1 July 2002 §§ 28, 29 and 30.

The General Assembly deciding on the dissolution must also decide on the liquidation if the Association's assets are available. In particular, it must appoint a liquidator for this purpose.

The Association's assets available at the time of dissolution shall first be used to cover all liabilities arising from legal regulations and from transactions to which the Association's organs have committed themselves in accordance with the Statutes.

The remaining assets of the association may not benefit the members of the association. It is to be transferred by the liquidator to a legal entity which is recognised as non-profit or charitable in the sense of §§ 34 ff of the Federal Fiscal Code (Bundesabgabenordnung) and which was determined in the General Assembly.

15.0 The association year

The association year is the calendar year.

