



## STATUTES

---

Approved by the EFA AGM in Oslo, Norway 27 June 2004.

## STATUTES

---

### *of the European Federation of Allergy and Airways Diseases Patients' Associations*

First founded in Stockholm in November 1991.

#### **Article 1: Name**

---

The name is European Federation Asthma and Allergy Associations to be known as European Federation of Allergy and Airways Diseases Patients' Associations, and abbreviated as "EFA".

#### **Article 2: Registered office**

---

- a) EFA is registered as a charity in Sweden.
- b) The Association is constituted for an indefinite period of time.
- c) The registered office is situated at 35 rue du Congrès – 1000 Brussels. The office may be transferred to another place by a decision of the Board.

#### **Article 3: Aim and Objectives**

---

##### **3.1 Aim**

The EFA is a European community of patient organizations that share the responsibilities for substantially reducing the frequency and severity of allergies, asthma and chronic obstructive pulmonary disease (COPD), minimizing their societal implications, improving health-related quality of life and ensuring full citizenship of people with these conditions, and pursues equal health opportunities in the field of allergy and airways in Europe.

##### **3.2 Objectives**

To realize its mission, EFA focuses on the following strategies:

- a) To influence European Union policy making.
- b) To support the creation of a European network of strong and professional national organizations of people with allergies, asthma and COPD and strong and professional EFA.
- c) To empower member organizations to realize a comparable level in serving the interest of patients by exchanging experiences.

## Article 4: Membership

---

### 4.1 *Composition*

The EFA will be composed of European non-profit allergy and/or airways patient and carer organizations or their coalitions, having patient membership or participation, and who wish to promote the aim and objectives of EFA.

### 4.2 *Membership*

Each member organization or coalition has one vote at the Annual General Meeting (AGM) or any Extraordinary General Meeting (EGM) and shall appoint in writing an official contact person to EFA and delegate to the General Meeting of Members (GM).

In order to be considered for membership the Organization must fulfil the following criteria:

- a) Be a patient or carer organization with the membership or participation of patients;
- b) Accountability: should reflect the views and opinions of their membership in statements and opinions;
- c) Be working towards EFA's aim and objectives and willing to cooperate with other organizations within the framework of EFA;
- d) Legitimacy: have registered statutes in its country of origin and have a status of non-profit making;
- e) Independence: shall be self-governed;
- f) Transparency: shall disclose its sources of funding and generally make available its financial accounts in accordance with the laws of their country of origin;
- g) Democracy: in membership-based organizations, have governing bodies elected by members or their elected representatives, and in non-membership based organizations, have patient perspective incorporated in policy making in a democratic way.

### 4.3 *Honorary membership*

Individuals, who have made a particular contribution to advance EFA's objectives, may be appointed by the GM, from a motion by the Board, as honorary members. They have no voting right but receive regularly relevant EFA information and may be invited to attend EFA meetings.

### 4.4 *Membership and membership fee*

The membership and the annual membership fee are decided by the Annual General Meeting on a motion by the Board. Only members who have paid their membership fee before the Annual General Meeting will be considered as members.

#### 4.5 *Suspension, exclusion and resignation*

- a) If a member organization acts contrary to these statutes, it may be suspended by the Board, having heard its defence, pending the next AGM. The suspended member has no voting rights.
- b) The AGM decides on the exclusion or the annulment of the suspension of a member, having heard its defence. The member shall be notified of exclusion and reasons for it by registered mail.
- c) Members may resign by writing to the Board. The resignation must be submitted in writing at least six months before the end of the year to take effect that year. That year's full membership fee will be due.
- d) Membership is lost when a Member:
  - Ceases to exist;
  - No longer fulfils the criteria for membership;
  - Fails to pay the annual membership fee.
- e) Members who have ceased to be part EFA have no claim to any of the assets.

#### 4.6 *Rights and Duties*

- a) Each member has one vote at the GM, receives EFA information and has an opportunity to take part in EFA activities.
- b) Members accept and shall abide by these statutes.

### **Article 5: EFA General Meeting and Board**

---

#### 5.1 *Composition of the General Meeting*

There shall be an AGM which shall comprise:

One voting delegate from each member organization or coalition, represented by an individual.

#### 5.2 *Composition of the Board*

The Board shall comprise:

- a) Five elected members.

- b) The Board will consist of: the President, the Vice President, the Secretary, the Treasurer and one Member-at-Large.
- c) The Board members shall each come from a different country.

### 5.3 *Election of the Board*

- a) The President, Vice-President and 3 further members to the Board will be elected by the AGM.
- b) At the first Board Meeting after the AGM the Board members from amongst themselves designate the Secretary, the Treasurer and the Member-at-Large.
- c) All candidates to the Board must be proposed by and have support from the member putting forward their candidature.
- d) If there is more than one candidate per country, there will first be a vote for the sole candidate.
- e) All Board members will be elected for two years and may be re-elected for two further periods of office.

### 5.4 *Election Procedure*

- a) A General Meeting (GM) cannot decide on any motion unless at least two-thirds of the members with the right to vote are present or represented at the meeting.
- b) All elections shall be conducted by a secret ballot.
- c) All elections shall be conducted by a simple majority vote. Voting is to continue until a simple majority is reached. If a simple majority is not achieved, the candidate with least votes is excluded and the voting repeated until the criterion is met.
- d) Votes at the GM can be made by written proxy vote, with a maximum of one proxy per member delegate. In order to be valid, any proxy has to arrive before the voting takes place.
- e) Every member delegate shall have the same number of votes as there are positions to be filled, but may vote only once for each candidate. The candidate with most number of votes shall be elected. In case of a tie of a vote for any two candidates for the last position to be filled, there shall be a new ballot for the two candidates. In case of a new tie it shall be decided by a draw.

### 5.5 *General Meeting Procedure*

- a) The AGM shall be held annually. There shall be no more than 18 months between AGMs.
- b) Notification for the AGM and call for candidatures to the Board and motions shall be sent to the members 6 months before the AGM. The candidatures and motions shall be sent to EFA's registered office at the latest 4 months after the call has appeared.
- c) The members shall receive all the AGM documents, including motions and candidatures, at least 6 weeks before the AGM.
- d) The annual accounts from the previous accounting year January 1<sup>st</sup> to December 31<sup>st</sup> shall be sent annually by the 1<sup>st</sup> of May to the members.
- e) The Agenda for the AGM will include:
  - Election of the chairperson and secretary for the meeting.
  - Minutes of the previous AGM.
  - Annual activity report.
  - Strategy.
  - Work plan.
  - Membership.
  - Election of Board Members.
  - Appointment of the auditor.
  - Annual membership fee.
  - Annual accounts.
  - Budget forecast.
  - Motions by members and the Board.
  - Any other business.
- f) The minutes of the AGM shall be sent to members within 30 days after the meeting and kept in a register at the registered office for inspection of the members.

### 5.7 *Quorum and voting in urgent matters*

- a) At the AGM more than two-thirds of the membership must be present or represented in order that decisions be made and voting take place. In case this quorum is not reached, any subsequent GM can decide validly irrespective of the number of members present or represented.
- b) The President and 2 board members or the Vice-president and 2 board members will constitute a quorum for the Board.

- c) For urgent matters votes can be made by post, fax, email or internet.

## **Article 6: Functions of the AGM and the Board**

---

### **6.1 *The AGM***

The AGM shall:

- a) Approve on the points set out in the agenda;
- b) Have the right to modify the statutes;
- c) Approve and supervise the implementation of the strategy;
- d) Exercise other powers and functions as may be agreed by the General Meeting of the members;
- e) Have the right to set conditions of membership and the right to approve and rescind membership;
- f) Approve the annual accounts and approve and supervise the budget forecast;
- g) Set annual membership subscriptions;
- h) Appoint, discharge and dismiss members of the Board. Dismissal is possible in case of gross negligence of function and for punishable act by the Criminal Code;
- i) Have the power to dissolve EFA and the obligation to ensure its assets are disposed in accordance with the statutes and appoint a person to be in charge of dissolution.

### **6.2 *The Board***

The Board shall:

- a) Manage and administer the association without infringing upon the competency of the GM;
- b) Delegate the day-to-day management to one Board member or a third person;
- c) Appoint and monitor the progress of working groups, advisory groups, committees and/or project-coordinators;
- d) Prepare the annual accounts with balance sheet and a cash position statement, taking as comparison the figures for the previous year, and the budget forecast for approval by the AGM;
- e) Fill the vacancy in the event of the death or resignation of a Board member, until the next AGM.

*The President shall:*

- f) Represent the Association in all legal actions and administrative questions. He or she may delegate this power to another Board member;
- g) Represent the Association before European Union authorities and any international or European governmental or non-governmental organization. He or she may delegate this power to another person.

### 6.3 **Board Meetings**

- a) The President or, in case of absence, any other authorised person shall convene a board meeting at least twice a year, or when a third of the Board members so request.
- b) The members of the Board who cannot attend may delegate their vote to another member of the Board but cannot be replaced. Every Board member can hold up to a maximum of one proxy.
- c) The staff members may attend in an advisory capacity.

## **Article 7: Statute Amendments**

---

- a) This statute may be amended by a resolution of the GM attaining a two-thirds majority given at a meeting of which 28 days' notice has been given specifying the amendment to be proposed.
- b) The amendments to these statutes shall be communicated to the public authorities in the country where EFA is registered.

## **Article 8: Extraordinary General Meeting (EGM)**

---

An Extraordinary General Meeting can be held when the Board requests it or one-third of the member organisations or coalitions make a request for a same reason, in writing. The EGM shall be held within 60 days after the call from the Board or the request from the members has been received by EFA. The Board will propose the Agenda for the EGM.

## **Article 9: Dissolution**

---

EFA may be dissolved by a resolution of the GM taken at a meeting of which 60 days' notice has been given, specifying the resolution to be proposed. Such a decision will require the assent of three-quarters of the members. If any assets remain after the satisfaction of all debts and liabilities it shall be transferred to a non-profit organisation having objectives similar to the objectives of EFA.



## **Article 10**

---

Anything else not covered by these statutes is subject to the Swedish law on charities and the law of the country where EFA Office is situated.

**Statutes were approved by the EFA AGM in Oslo, Norway 27 June 2004.**