



Adopted version
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Statutes of the Particle Therapy Co-operative Group (PTCOG)

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1 Name, Domicile, Objectives and Definitions

Article 1: Name and Domicile

1.1 Under the name "Particle Therapy Co-operative Group", short form "PTCOG", an Association (*Verein*; the Association) under the laws of Switzerland (Swiss Civil Code; Article 60 - 79) is herewith established. It is to be governed by these Statutes of Association, the by-laws and regulations promulgated hereunder, if any, and the applicable statutory provisions.

1.2 The domicile of the Association is in 5232 Villigen-PSI, Switzerland. The Association may have Continental Chapters and/or offices in other countries.

Article 2: Objectives

2.1 The Association is non-profit oriented. It has as its objectives to promote global activities in particle radiation therapy with the goal of improving treatment of cancer to the highest possible standards in radiation therapy and to support the organization of dedicated scientific meetings and educational sessions as well as to promote scientific publications in this field. The Association shall carry out all such activities as are necessary or convenient to serve and accomplish these objectives.

2.2 The Association undertakes not to conduct any business that is illegal or contrary to established standards and practices in international research cooperation, especially anything which might compromise relations between Switzerland and any other country.

Article 3: Definitions

3.1 In these Statutes of the Association the following terms shall have the following meanings:

"Member(s)":	As defined in Article 4.
"Meeting(s)":	As defined in Article 8.
"Steering Committee":	As defined in Article 9.
"Qualified Institution":	As defined in Article 9.2.
"Chairmanship of PTCOG":	As defined in Article 14.
"Executive Committee":	As defined in Article 15.

"Subcommittees":	As defined in Article 17.
"Secretariat":	As defined in Article 22.
"Secretary" :	As defined in Article 22.
"Treasurer":	As defined in Article 22.
"Fiscal Year":	As defined in Article 26.
"Annual Report":	As defined in Article 27.
"Continental Chapter":	Legally independent Association, with objectives as defined in Article 2, endorsed as a Continental Chapter of the PTCOG Association by the Steering Committee.
"Statutes":	These Statutes of Association.

2 Membership

Article 4: Members

4.1 Members of the Association are individual persons interested in particle radiation therapy that have registered for membership pursuant to this Article and subsequent relevant articles (e.g. Article 5) and whose membership has not been terminated by the registered Member itself or by the Executive Committee.

Article 5: Admission of New Members

5.1 As a condition of membership in the Association, a Member shall enter into a membership with the Association according to the following requirements. The prospective member must submit an application or registration. By such submission, is it understood that the prospective member agrees to:

- Accept the Statutes of the Association.
- Support the objectives and policies of the Association
- Provide an endorsement from a current member in good standing (e.g. the prospective member is so engaged for the appropriate reasons)

5.2 Membership shall become effective, on a probational basis, upon the official registration on the internet website of the Association (<http://www.ptcog.ch/>) or by sending a request for membership to the Secretariat (secretary@ptcog.ch). Membership must be confirmed by the Steering Committee at which time the probation period ends.

Article 6: Voluntary Withdrawal and Exoneration

6.1 A Member may withdraw voluntarily from the Association anytime, provided written notice of withdrawal by letter or by E-mail is given to the Secretariat of the Association.

Article 7: Termination of Membership and Suspension of Membership Rights, Powers and Privileges

7.1 The Steering Committee may terminate the membership of a Member, if the Steering Committee decides in its sole discretion, but after careful consideration of all the circumstances, that such measure is in the best interests of the Association. The Steering Committee shall comply with the principle of due process with respect to the termination and suspension processes.

7.2 Termination of membership may be effected in the following instances:

- (a) Material violation of these Statutes; or
- (b) Material change in the nature, structure or purpose of a Member so that the requirements for membership are no longer met.

7.3 In the event of the membership of a Member being terminated, neither the Association nor its officers nor any Member shall have any liability whatsoever to pay damages or make other reparation to the Member.

7.4 A member in good standing has the following rights:

- Attend Steering Committee Meetings (11.3)
- Submit a proposal to Steering Committee (13.4e)
- Refer an action (13.4j)
- Propose the formation of a Subcommittee or working group (17)
- Chair or co-chair a Subcommittee (17.2)
- Be a member of a Subcommittee (18.1)
- Be the Association Treasurer (22.4)
- Be an Association officer

- Has a vote, when a membership vote is initiated
- Be a session chair in the Scientific session

- Has free access to all materials published on the PTCOG website

7.5 Each Member shall support and further the objectives and policies of the Association, and observe, apply and comply in good faith with these Statutes, all by-laws, regulations, standards, policies, strategies, procedures, programs and other resolutions adopted by the Association, and all agreements it entered into with the Association.

3 Governing, Executive Body and Committees

Article 8: Meetings of the Association

8.1 The Association shall hold Meetings (including scientific meetings and educational sessions) at a date and place (Host Institution) decided by the Steering Committee, and generally once or twice a year.

8.2 The method of organization of each Meeting, will be determined through discussion with the Host Institution and the Executive Committee. It may be that, depending upon the capabilities of the Host Institution; different meetings will be organized in different ways. The Executive Committee will have the deciding input to determine the following:

- Financial responsibility for the meeting including responsibility for resources for organizing the meeting
- Percentage or amount of meeting income to go to PTCOG (with a minimum fund transfer of 10% of the registration fees)
- Allocation of corporate relations including advertising, booth space and meeting integration
- Responsibility for the local arrangements.
- Responsibility for all the other aspects of meeting organization (as partially summarized in “How to host a PTCOG, for dummies”)?

8.3 The Executive Committee will accept proposals for hosting a meeting and will determine, based upon appropriate considerations which proposals shall be forwarded to the Steering Committee. Among other considerations will be included:

- The prospective host must have a representative who is a member of the Steering Committee
- Capability of the host to hold the Meeting
- Commitment of the host to particle therapy
- Suitability of the location (vis-à-vis, travel, lodging, meeting spaces) to hold the meeting.

8.4 If not otherwise dictated by the decisions made from the efforts summarized in 8.2, the default situation will be that the Host Institution of the Meeting shall be fully responsible for the overall organization of the Meeting and for financial and other resources needed for the organization and operation of the Meeting.

8.5 The program of both, the educational session as well as scientific meeting shall be organized by the Educational Subcommittee and the Scientific Program Subcommittee, respectively, with the assistance of the Host Institution and reflecting the uniqueness of the Host Institution, and approved by the Executive Committee.

8.6 The registration fee for the Meeting (scientific meeting and educational session) shall be in the order of 500 to 800 € or \$ per participant of the Meeting unless otherwise agreed by the Executive Committee.

Article 9: Steering Committee, Composition and Term

9.1 The Steering Committee shall consist of representatives of institutions (one from each institution), which are constructing or operating particle radiation therapy facilities (Qualified Institution) and who are current members of the Association.

9.2 Steering Committee representatives should have an appropriate level of decision making authority for the institution. Only officers, directors or employees of Qualified Institutions can apply for membership in the Steering Committee.

9.3 The application for joining the Steering Committee shall be by writing an application letter to the Chairperson of PTCOG or to the Secretary, including relevant information regarding the qualifications of their institution and proposed representative.

9.4 Steering Committee representative candidates who are brought to the Steering Committee by the Chairperson or the Secretary will be voted on for acceptance by the Steering Committee.

9.5 The Steering Committee will keep track of representative attendance. If no representative of a Steering Committee Member does attend Steering Committee Meetings two years in a row, then that institutions representation will be removed until such time as a new representative is proposed and approved by the Steering Committee. The Executive Committee will send notification to the management of the Institution 3 months prior to the removal action.

9.6 If a member of the Steering Committee resigns during his or her term of office, he or she can be substituted by a new member to be appointed by the resigning member's Qualified Institution.

9.7 Membership in the Steering Committee shall end:

- (a) By resignation;
- (b) By termination of employment of a Steering Committee member by his or her Qualified Institution.
- (c) The Steering Committee can terminate member for just cause (as per applicable standards).

Article 10: Meetings of the Steering Committee

10.1 The Steering Committee shall meet one time during or around each meeting of the Association.

10.2 Each member of the Steering Committee shall be given notice at least 20 days before a meeting of the Steering Committee. Such notice shall state the matters on the agenda for such meeting. Matters not included in the agenda may be considered at a meeting, but not voted on.

10.3 Every Member of the Association may request an item to be included in the agenda of the Steering Committee. Such request must be submitted to the Chairperson of the Steering Committee in writing at least 30 days before the meeting of the Steering Committee, stating the item to be included and the motions. In case the respective item lies within the powers of a body other than the meeting of the Steering Committee, the motion may only be to mandate the competent body to take care of the item.

Article 11: Voting Rights in the Steering Committee

11.1 Each member of the Steering Committee shall be entitled to one vote. A member of the Steering Committee may be represented by another Member on the basis of a written proxy. Members of the Steering Committee can send a substitute for representing their institution, if they cannot attend. This substitute has the same right to vote.

11.2 Ballots of the Steering Committee are normally open. However, each member of the Steering Committee has the right to request a secret ballot.

11.3 Members of the Association who are not members of the Steering Committee may attend meetings of the Steering Committee but are not authorized to vote.

11.4 Unless as indicated in section 12.3 the Chairperson does not normally cast a vote. If the Chairperson is affiliated with an institution, the Chairperson does not represent that institution in Steering Committee voting. Another individual will have the role of representative of that institution.

Article 12: Steering Committee Quorum and Majority

12.1 No business shall be transacted at any meeting of the Steering Committee unless a quorum of at least 30 % of the total number of Members that are authorized to vote are present or represented at the time when the meeting of the Steering Committee proceeds to business.

12.2 Unless otherwise required by these Statutes or statutory law, all resolutions of a meeting of the Steering Committee shall be adopted by a simple majority of the votes actually cast.

12.3 In the event of a tie vote, the Chairperson of the Steering Committee is to cast an additional vote to break the tie.

Article 13: Duties and Powers of the Steering Committee

13.1 The Steering Committee is the main voting body within PTCOG. The Steering Committee has various duties and obligations summarized in this and subsequent articles (articles 9 – 13). From those articles some of the duties of the Steering Committee include items summarized in Article 13.4:

13.2 The Steering Committee shall have the powers set out in these Statutes, all powers in the Association that are not entrusted to another body of the Association by law or by these Statutes, and any power vested upon it by the meeting of Members.

13.3 The Steering Committee shall report about decisions taken by the Steering Committee meeting at the Meeting of the Association.

13.4 The Steering Committee shall in particular have the power to:

- (a) Elect the Chairperson of PTCOG and two Co-Chairpersons. Chairperson and Co-Chairpersons should professionally originate from three separate Continents.
- (b) Amend these Statutes;
- (c) Approve the Annual Report as per Article 27 hereof;
- (d) Appoint and remove members of the Steering Committee;
- (e) Approve proposals submitted by a Member, Members of the Steering Committee and by the Executive Committee;
- (f) Approve the establishment of Subcommittees and approve their Chairpersons and Co-Chairpersons from those proposed by the Executive Committee;
- (g) Take action on any matters referred to it by a Member;
- (h) Take action on any matters otherwise vested in it by these Statutes;
- (i) Dissolve the Association in accordance with Article 29 hereof.

Article 14: Chairmanship of PTCOG; Term, Duties and Powers

14.1 The Chairmanship of the Association shall be composed of a Chairperson and two Co-Chairpersons and shall represent three Continents.

14.2 The Chairperson has the following powers and duties:

- (a) Organization and preparation of the agendas for the meetings of the Steering Committee and of the Executive Committee;
- (b) Representing the Association internally and externally;
- (b) Presiding over the meetings of the Steering Committee and of the Executive Committee;

- (c) All powers and duties delegated to him or her by the Steering Committee and by the Executive Committee;
- (d) Signing of the Association's application for registration in the Commercial Register.

14.3 The Chairperson shall be authorized to delegate part of powers and duties to the Co-Chairpersons.

14.4 In urgent cases, the Chairperson shall take all necessary decisions on behalf of the Steering Committee and of the Executive Committee. The Chairperson is to notify the Steering Committee and the Executive Committee immediately of such decisions. These must be ratified by the Steering Committee or by the Executive Committee at their subsequent meetings.

14.5 The term of office for the Chairperson and for the two Co-Chairpersons shall be 3 years. Re-appointment for another 3 years shall be possible. The maximum term of the Chairperson and the two Co-Chairpersons shall be limited to 2 terms total. If a Chairperson or a Co-Chairperson resigns during his or her term of office, a new Chairperson or Co-Chairperson shall be elected by the Steering Committee.

Article 15: Executive Committee, Composition and Term

The Executive Committee manages the operations of PTCOG and oversees the main goals of the Association. To that end, the Executive Committee membership should include representation from those groups that are designed to implement the key goals of the Association and those individuals elected to manage the Association operations.

15.1 The Executive Committee shall consist of:

- (a) The Chairperson and the two Co-Chairpersons of the Steering Committee;
- (b) The past Chairperson of the Steering Committee;
- (c) The Chairperson and one of the Co-Chairpersons of the Educational Subcommittee;
- (d) The Chairperson and one of the Co-Chairpersons of the Scientific Subcommittee;
- (e) The Chairperson and one of the Co-Chairpersons of the Publication Subcommittee;
- (f) One Chairperson of the Subcommittees appointed by the Executive Committee to represent the Subcommittees;

(g) The Secretary and Treasurer of PTCOG.

15.2 The Chairperson of the Steering Committee chairs the Executive Committee.

15.3 The term of office for each member of the Executive Committee is dependent upon their role in their Subcommittee, or 3 years if there is no such role. Re-election for one additional term shall be possible if the Subcommittee rules are consistent with that. If a Chairperson or a Co-Chairperson of one of the Subcommittees resigns during his or her term of office, the Executive Committee will appoint a temporary substitute unless this is a Subcommittee member and the Subcommittee has already appointed a temporary replacement new Chairperson or Co-Chairperson of the corresponding Subcommittee. If appropriate, elections to formally fill that role will take place at the next Steering Committee Meeting.

Article 16: Executive Committee, Duties and Powers

16.1 The Executive Committee shall have the power to:

- (a) Approve the agenda of the next Steering Committee Meeting;
- (b) Propose the establishment and dissolving of Subcommittees to the Steering Committee;
- (c) Propose Chairpersons and Co-Chairpersons of the Subcommittees;
- (d) Approve expenditures for special activities and tasks of the Association exceeding 10'000 \$ or €;
- (e) Appoint and remove the Auditor;
- (e) Decide about activities, which are asked for decision by the Chairperson.

Article 17: Subcommittees and Topical groups; Composition, Term, Duties and Powers

17.1 Subcommittees shall be implemented for special activities and tasks, which are of special and continued interest. In particular key objectives of the Association (according to Article 2) include promoting global activities in particle radiation therapy and to support the organization of dedicated Scientific Meetings and Educational Sessions as well as to promote

scientific publications in this field., Therefore, the following core Subcommittees will be formed to further these goals:

- Scientific Program Subcommittee,
- an Educational Subcommittee,
- a Publication Subcommittee and
- Various other Subcommittees for exchanging experience in clinical and technical issues with the purpose of promoting dissemination of particle therapy knowledge.

17.2 Subcommittees can be proposed by Members by written application to the Executive Committee. If appropriate, the implementation of a Subcommittee is brought forward by the Executive Committee (Article 16.1b) to be approved by the Steering Committee (Article 13.4f).

17.3 The Subcommittees are chaired and co-chaired by Members proposed by the Executive Committee (Article 16.1c) and approved by the Steering Committee (Article 13.4f). All Members of the Association can apply to the Chairperson of the Subcommittee to join.

17.4 The term of office for Chairperson and for Co-Chairpersons of the Subcommittees shall be 3 years. One Re-approval for another 3 years shall be possible. If a Chairperson or a Co-Chairperson of a Subcommittee resigns during his or her term of office, he or she can be substituted temporarily by a new person appointed by the Subcommittee Chair or the Executive Committee. Approval of the Chairperson or Co-Chairperson of a Subcommittee shall be held at the next meeting of the Steering Committee.

17.5 The Subcommittees have the following powers and duties:

- (a) Organize and execute programs allocated by the Steering Committee. There will be formal charges for each Subcommittee proposed by the Executive Committee and brought for approval by the Steering Committee. The Subcommittees will be reviewed annually to determine if they are on track regarding fulfilling their charges.
- (b) Elaborate special tasks allocated by and if appropriate, in coordination with, the Executive Committee including the Subcommittee charges and other tasks as may become appropriate.;
- (c) Report annually to the Executive Committee and Steering Committee.

17.6 Subcommittees shall be dissolved at the discretion of the Steering Committee by simple majority vote.

17.7 It shall also be possible to implement Topical Groups for exchanging experience in clinical and technical issues. The difference between a Subcommittee and a Topical Group is that the Topical Group may not have a charge. The Topical Group is simply a group of individuals wishing to exchange ideas on a topic with no predetermined goal. The commitment of the Association to support the Topical Groups may be less, in terms of oversight and expectation, but will endeavor to provide meeting space at meetings of the Association.

17.8 In all cases of Subcommittees and Working Groups, it is the responsibility of the Chairpersons to work with the meeting organizers to obtain appropriate meeting space. It is also their responsibility to convene meetings and/or maintain communication among the Subcommittee members in order to achieve the aims and charges of the Subcommittee.

Article 18: Scientific Program Subcommittee, Composition, Duties and Powers

18.1 The Scientific Program Subcommittee shall promote the science in the Association and shall be responsible for the scientific program of the Annual Scientific Meeting in collaboration with the Executive Committee and with input of the Host Institution. It shall consist of scientific experts in the field of particle radiation therapy. Members of the Scientific Program Subcommittee have to be Members of the Association. The term promotion can have several meanings including:

- Enhance the relevance of the work output of the Association for global consumption
- Help to establish scientific standards and statements and directions that will help to promote the adoption of Particle therapy consistent with the mission and objectives of the Association.

18.2 The Scientific Program Subcommittee shall have one Chairperson and two Co-Chairs who are members of the Association. They are proposed by the Executive Committee and approved by the Steering Committee. If workable, the three Chairperson and Co-Chairs should reflect the three disciplines of Biology, Medicine and Physics as well as being geographically diverse. The Scientific Program Subcommittee is also co-chaired, ex officio, by the Chairperson of the Association. For the organization of the Annual Scientific Meeting at least one delegate of the Host Institution of the upcoming Meeting shall be part of this Scientific Program Subcommittee.

18.3 The Scientific Program Subcommittee shall have the duties and the powers to:

- (a) Define the layout and the main focuses of the scientific meetings of the Association in close cooperation with the Host Institution of the Meeting;
- (b) Organize the evaluation of the scientific abstracts and decide about oral and poster presentations for the scientific meetings;
- (c) Decide who will be invited speakers for the Scientific Meetings;
- (d) Decide who will be the scientific meeting session Chairs;

Article 19: Educational Subcommittee, Composition, Duties and Powers

19.1 The Educational Subcommittee shall be responsible for the educational program of the Annual Meeting. It shall consist of scientific experts in the field of particle radiation therapy. Members of the Educational Subcommittee have to be Members of the Association.

19.2 The Educational Subcommittee shall be chaired by 2 members of the Association, proposed by the Executive Committee and approved by the Steering Committee. For the organization of the educational session at least one delegate of the Host Institution of the upcoming Meeting should be included in the Educational Subcommittee.

19.3 The Educational Subcommittee shall have the duties and the powers to:

- (a) Define and develop a curriculum of topics necessary for the education in the field of particle therapy.
- (b) Define the layout and the main focuses of the educational sessions of the Association in close cooperation with the Host Institution of the Meeting;
- (c) Identify the educational faculty. It is intended to choose experts in the field who are excellent teachers able to deliver a clear, understandable didactic presentation without institutional bias. While it is desirable to have geographic and institutional diversity, it is recognized that this will not always be possible in order to develop a very high quality educational experience.
- (d) Define and coordinate educational activities in the field of particle therapy with other institutions active in the field;

Article 20: Publication Subcommittee, Composition, Duties and Powers

20.1 The Publication Subcommittee shall be responsible for managing the publication activities of the Association. It shall consist of scientific experts in the field of particle radiation therapy. Members of the Publication Subcommittee have to be Members of the Association.

20.2 The Publication Subcommittee shall be chaired by 2 Members of the Association, proposed by the Executive Committee and approved by the Steering Committee. One of the chairpersons shall be the Editor-in-Chief of the International Journal of Particle Therapy.

20.3 The Publication Subcommittee shall have the duties and the powers to coordinate and manage the publication activities of the Association. Such publication activities may include, but not be limited to:

- The International Journal of Particle Therapy (IJPT)
- Special topic Particle Therapy reports.
- Consensus Statements from Subcommittees
- Bibliography of Particle Therapy publications
- Registry of clinical Trials
- Other publications that would further the mission and objectives of the Association

Article 21: Subcommittees, Composition, Duties and Powers

21.1 The Subcommittees shall coordinate and manage activities and issues of the Association. They shall consist of clinical and technical scientific experts in the field of particle radiation therapy. Members of a Subcommittee have to be Members of the Association.

21.2 Each Subcommittee shall be chaired by 2 or 3 Members of the Association, proposed by the Executive Committee and approved by the Steering Committee.

21.3 The Subcommittees shall have the duties and the powers to coordinate and manage special topics dedicated to the individual Subcommittee by the Executive Committee.

21.4 A member may only be Chair or Co-chair of one Subcommittee at a time.

Article 22: Secretariat, Secretary and Treasurer

22.1 The Association shall appoint a Secretariat, which is presently located at the Paul Scherrer Institute, 5232 Villigen-PSI, Switzerland.

22.2 The Secretariat shall have the duties and powers vested by the Steering Committee and by the Executive Committee.

22.3 The Secretariat shall be managed by a Secretary, who is appointed by the Steering Committee after having a recommendation by the Secretariat's institution. The Secretary shall be an *ex officio* member of the Executive Committee and the Steering Committee.

22.4 The Treasurer, who is appointed by the Steering Committee shall be a member of the Association and is, *ex officio*, a member of the Steering Committee. The Secretary and Treasurer can be the same individual.

22.5 The Steering Committee can decide to transfer the Secretariat with all the duties to another location, which is appropriate to fulfill the duties and power of the Association.

Article 23: Auditor and Auditor Report

23.1 The Association shall appoint an auditor to audit the balance sheet and the profit and loss statement.

23.2 The auditor shall produce a report on the audit to the Steering Committee. In addition, the auditor shall provide a management letter to the Steering Committee with a detailed discussion of its findings, if any.

4 Publications, Scientific Journal, Advertisement

Article 24: Publication Activities

24.1 The Association can publish clinical and technical reports and scientific manuscripts as well as other publications as far as the Steering Committee may authorize.

24.2 The costs of the publications shall be covered by fees for the publications or by dedicated sponsorships. The Association can support publications by start-up financing. The decision is taken by the Steering Committee.

24.3 The Association shall maintain a dedicated Website.

5 Interactions with Outside Entities

Article 25: Outside Organizations

25.1 PTCOG may support inception of Particle therapy societies and Associations that serve local or regional interest. Approval or extent of support for a particular entity is to be decided by the Steering Committee. Coordination of activities and programs or meetings between Association and new entity should be agreed upon to avoid conflicts and enhance Particle therapy scientific exchange and promotion of Particle therapy research and practice.

25.2 PTCOG may support individual initiative, grant proposals if such support is deemed to be beneficial to the Particle Therapy field and does not represent any degree of favoritism or is detrimental to other activities. Such determination will be the responsibility of the Executive Committee.

6 Financial Matters, Exclusion of Liability

Article 26: Fiscal Year

26.1 The Fiscal Year of the Association shall run from January 1 up to and including December 31, or as otherwise determined by the Steering Committee.

Article 27: Annual Report

27.1 The Treasurer shall prepare for the Steering Committee and for the Executive Committee an annual financial statement (income statement, balance sheet and budget plan for coming year).

27.2 The Chairperson of the Steering Committee shall prepare for each Fiscal Year an Annual Report which shall be composed of the annual financial statements and the annual activities and decisions taken in the Executive Committee and the Steering Committee.

27.3 The Annual Report, together with the report of the auditor, shall be submitted for approval at the Annual Meeting.

Article 28: Liabilities and Responsibilities

28.1 The liabilities and obligations of the Association may be enforced against its assets only. No Member shall have any individual liability for any liabilities or obligations of the Association.

7 Dissolution

Article 29: Dissolution, Liquidation

29.1 Notice of intent to dissolve the Association shall be circulated to Members no less than 60 days prior to the Meeting at which a resolution to dissolve the Association is to be voted upon.

29.2 The Association shall be dissolved upon the adoption of a resolution by a Meeting of Members, which resolution shall require the affirmative vote of two-thirds of all Members of the Steering Committee of the Association. Should an insufficient number of Members be present at the Meeting, the membership shall be polled, using e-mail ballots except in the case of Members who have previously indicated that they wish to be contacted by regular post. A non-returned ballot shall be ignored.

29.3 Upon dissolution of the Association, the Steering Committee, as far as is practicable, shall distribute any assets of the Association, or the proceeds there from, to an Association with the same or similar objectives.

8 Representation

Article 30: Power of Legal Representation

30.1 The Association shall be legally represented by:

(a) The Chairperson of the Steering Committee with joint signatory power by one of the Co-Chairpersons;

- (b) the appointed Secretary with individual signatory power for financial transactions after consultation of the Chairperson;
- (c) any such authorized signatories as are appointed by the Executive Committee.

9 Procedural Matters

Article 31: Notices

31.1 Any notice required by or pursuant to these Statutes shall be in writing and may be given by sending it by post, by facsimile or by electronic mail.

31.2 Notices to the Steering Committee shall be sent to the Secretariat, notices to a Member to the address last notified to the Secretariat.

10 General Provisions

Article 32: Amendment of the Statutes

32.1 These Statutes of Association may only be amended in a meeting at which at least 51 % of the total number of the Steering Committee Members that are authorized to vote are present or represented or have voted by e-mail before the meeting, and requires the approval of at least 66 % of the Members present at such meeting.

Article 33: Language

33.1 The working language of the Association shall be English.

Article 34: Effective Date and Duration

34.1 These Statutes shall become effective as of the date of their adoption and shall continue in full force and effect until the dissolution of the Association. All amendments hereto shall become effective as of the date of their adoption or as otherwise specified in the respective resolution.

11 Governing Law

Article 35: Governing Law

35.1 These Statutes, the by-laws and regulations promulgated hereunder, and all obligations undertaken in connection with membership in the Association, shall be governed by and construed in accordance with the laws of Switzerland.

Villigen, dated: May 1, 2016