



CONSTITUTION OF THE FEDERATION OF THE EUROPEAN SOCIETIES FOR TROPICAL MEDICINE AND INTERNATIONAL HEALTH

A registered non profit-making International Association

(as translated from the legal version in French of the statutes as approved by Royal Decree signed on 12-9-1999 and published in the annexes of the Moniteur belge on 03.10.2000 pp 11867 to 11870 under the registration ID number 22.937/2000).

Preamble

1. Recognising the needs for closer collaboration in Europe, it was decided by the undersigned to create an international federation pursuing scientific and other objectives deemed to be useful to the general public according to the Belgian law from 25.10.1919 as amended by the law from 6.12.1954 to promote the co-operation between European societies, dedicated to Tropical Health Sciences and International Health.

Definitions

2. The organisation is called FEDERATION DES SOCIETES EUROPEENNES DE MEDECINE TROPICALE ET DE SANTE INTERNATIONALE; forthwith called the Federation, in English language FEDERATION OF EUROPEAN SOCIETIES FOR TROPICAL MEDICINE AND INTERNATIONAL HEALTH.

3. The seat of the Federation is at Nationalestraat 155 in Antwerp and can be transferred to any other location in Belgium by a simple decision of the Board of Directors. This transfer is enacted after its publication in the Annexes of the Moniteur belge.

4. Health Sciences contribute to the promotion of health in the Tropics and are multidisciplinary in nature, including Clinical Sciences and other related sciences such as: Engineering and their application in the control of disease, Entomology, Epidemiology, Microbiology, Reproductive Health, Social Sciences, Parasitology, Public Health, Health Economics and Veterinary Medicine.

Purpose

5. The Federation is an international federation pursuing scientific and other objectives deemed to be useful to the general public according to the Belgian law from 25.10.1919 as amended by the law from 6.12.1954 to promote the co-operation between European

societies, dedicated to Tropical Health Sciences and International Health. It does not at all pursue commercial objectives and intends to make available whatever resources may be existing in order to comply with its objectives.□

6. The Federation will promote the collaboration with relevant international organisations and agencies, and seek affiliation when appropriate.

7. Building upon existing research endeavours, the Federation will encourage research networks, particularly with institutions in developing countries.

8. The Federation will contribute to the advancement of Tropical Medicine and International Health. It will encourage the formation of new scientific Societies dealing with Health Sciences in the tropics in countries where they have not yet been established.

9. The Federation will encourage the exchange and the dissemination of information about opportunities for education, training and research in Tropical Medicine.

10. The Federation will consider harmonisation of formalised training in tropical medicine within Europe as far as possible.

11. The Federation will inform national societies on research funding opportunities in Tropical Medicine, particularly in the context of the European Union.

12. The Federation will organise regular European Conferences on Tropical Medicine and may cosponsor national and sub regional meetings on request.

13. The Federation will establish linkages with societies pursuing similar objectives in developing countries.

14. The Federation will help to harmonise health strategies and recommendations related to developing countries, to travellers, migrants and emergency situations, with particular regard to refugees.

15. The Federation will liaise with the International Federation of Tropical Medicine for all matters of common interest.

16. The Federation will invite representatives from developing countries to advise member societies on the identification of priorities for the promotion of health in developing countries.

17. The Federation may do publications and take whatever juridical action may be deemed to be useful or necessary to pursue its objectives. □

Members

18. Members are legal entities concerned with health sciences and the delivery of health care in the tropics.

19. Active membership is open to societies of European origin working in the health sector with activities in tropical countries following the same objectives as the Federation.

20. Corresponding membership is open to such societies originating from a developing country.

21. Applications for membership should be submitted to the President of the Board of Directors and submitted for approval, with the comments of the Board, to the next General Meeting. If an application is rejected, it may be introduced again by the petitioner after one year. The General Meeting may revise a rejection on the basis of a duly motivated request by the applicant.

22. Duration of membership is not limited. A member is entitled to participate in the Federation's activities. It may vote, introduce motions and speak at the General Meeting.

23. Members are obliged to support the association when pursuing its objectives respect and act in line with the statutes and decisions taken by the association pay regularly agreed membership fees according to the fee regulation approved by the General Meeting.

24. No member shall benefit directly in any way from its adhesion to the Federation. Non-payment of membership fees and ongoing procedures of exclusion result in the suspension of voting rights at the General Meeting.

25. Members have to renounce membership by written letter to the President. This move takes effect at the end of calendar year in which the letter arrives at the secretariat of the association. Should the letter arrive after the 30-9 of the running year, membership ends with the end of the following year.

26. The General Meeting may exclude a member not having paid for membership for more than 12 months. An excluding decision is possible after two reminders in writing or followed by a refusal to pay. The President shall invite respective members to explain the situation before such a decision is taken.

27. A member can be excluded for wilful disregard of the statutes or very important action contrary to objectives or the internal order of the association causing respective damages. The General Meeting decides with a 2/3 majority after having granted the member in question to present its case.

28. Membership ends with the dissolution of a member society.

29. Loss of membership does not alleviate from established obligations to the association and gives no right to ask for a share from the assets of the association. Any entitlement to receive services from the association ends with the expiry of a membership.

30. Corresponding members from developing countries acquire and lose their membership under the same conditions as active members. □

Organs of the Federation

The General Meeting

31. The Federation's General Meeting consists of the delegates nominated by each member society. Each society nominates one delegate, for a renewable period of two years.

32. A member or a delegate may not represent another member or another delegate.

33. The General Meeting is the constituent assembly of the Federation. It may deliberate validly when half of those entitled to vote are present.

34. If this quorum is not present, another General Meeting may be convened without complying with the delays fixed under no. 40 with the same agenda and deliberating validly if at least three of those entitled to vote are present.

35. Attendants sign a list of attendance before the beginning of a meeting to be approved by the President and the Secretary.

36. The General Meeting can modify the constitution with a two-thirds majority of those entitled to vote attending the meeting, provided that half of all the members delegates are present. Decision will only enter in force after approval by Royal Assent and publication in the Moniteur belge. Provisions on the objectives and the dissolution of the association can be modified according to the rules applicable on convocations and decisions by the Extraordinary General Meeting. In addition, unless stated otherwise, decisions are taken by the General Meeting, with a simple majority of those entitled to vote being present.

37. The following decisions are to be taken by the General Meeting:

admission of new member societies.

acceptance of the work plan of the Board of Directors

approval of the general budget covered by membership fees in line with the fee regulation

approval of the accounts and the actions taken by the Board of Directors

nomination of two auditors and approval of their reports

dismissal of the Board of Directors for actions taken or for financial operations.

38. The General Meeting elects a Board of Directors by secret ballot out of its members - the delegates - by a simple majority of those present. At least one director must be of Belgian nationality. Only natural persons having a permanent residence in the European Union or an EFTA country are eligible.

39. Minutes from meetings must be signed by the President and the Secretary and be kept in a registry of such documents.

40. The General Meeting must be convened in every second year, preferably when a European Conference on Tropical Medicine is held. Written invitations by the President must be sent to the members three months in advance mentioning date and place of the reunion and together with a proposal for an agenda.

41. If at least 1/5 of the membership or the Board of Directors by indicating an agenda request to hold a General Meeting, the President must send respective invitations in compliance with statutory delays.

The Board of Directors

42. The Board consists of a President, a Vice-President, a Secretary, a Treasurer and not more three additional members at large.

43. Board members, the directors, are elected by the General Meeting for a two year period. Re-election is permitted, the mandate starts with the election. Two persons of the same nationality are not allowed to be members of the Board at the same time.

44. The President can do only one term as president. If re-elected, the Vice-President takes the presidency. The Secretary may be re-elected twice.

45. The Board of Directors runs the Federation, according to the objectives and the guidelines laid down in the Constitution. It implements the work plan adopted by the General Meeting, and proposes the next work plan to the General Meeting, including the budget.

46. The Board of Directors meets at least once per year on an invitation by the President and may deliberate validly if three members are present. The agenda is to be agreed by the President and the Secretary and sent in writing to the members with two weeks notice.

47. A meeting of the Board must be held as soon as possible at the request of at least three of its members.

48. The Board decides with simple majority; in case of tied vote, the motion is deemed to be rejected.

49. Decisions by the Board of Directors are kept in a registry at the secretariat.

50. The Board of Directors takes care that the procedure of accreditation of new member of the General Meeting is respected.

51. The Board of Directors takes all the decisions not reserved for the General Meeting. It may without prejudice to other statutory and / or legal powers and the intention that the following list may be seen as final approve all contracts or other legal acts, acquire, give away, burden, exchange or sell any movable or immovable property authorise all types of credits, lending, rental, service or other agreements and all contracts or decisions regarding the administration in general and of funds authorise the rupture of any contractual agreement it may conclude or allow to be concluded accept donations, subsidies, legations and other transfers within the limits of article 4 of the (Belgian) Law dating from 25.10.1919 renounce positions it may acquire transfer and renounce powers to / from individuals it is selecting It elaborates its own and the general by-laws of the Federation, the latter requiring approval by the General Meeting.

52. The Board of Directors maintains a register of all members at the secretariat.

53. The Board of Directors may constitute advisory committees for specific time limited tasks e.g. recommendations for malaria prophylactics. Findings of such counsels have to be submitted to the Board deciding on a submission to the General Meeting if appropriate.

Duties of the Officers

54. The President presides over the Board and General Meeting reunions, prepares with the Secretary the agenda of the meetings of the Board of Directors and the General Meeting, and represents the Federation at official functions. He is responsible for the implementation of the decisions taken by the Board of Directors. He is charged with the judicial and extrajudicial representation of the Federation, together with the Secretary. Should he not be in a position to act as legal representative, the Vice-President takes his position.

55. The Vice-President shall take over the tasks of the President in his absence.

56. The Secretary assists to the presidency of the Board of Directors and the General Meeting, prepares with the President the agenda of meetings and prepares and presents the minutes of such meetings. The Secretary also facilitates the exchange of information between the Federation, affiliated societies and international organisations and maintains records in a central location.

57. The Secretary prepares all other necessary decisions in co-operation with the President, the Vice-President and the Treasurer and is responsible for day-to-day management of the Federation.

58. The Treasurer shall serve as financial officer of the Federation. Management of funds takes place in agreement with the President and the Secretary. Relevant decisions in this context must be communicated to the Board of Directors.

Finances

59. The Federation's capital answers to its obligations. Members are only liable for the payment of the membership fee due and the one for the following financial period.

60. The financial period - the book year - is the calendar year.

61. The auditors, who are not members of the Board of Directors, have to verify the accounts of the Federation. They have access to all financial documents. Their report is to be presented to the next General Meeting for approval.

62. The directors receive no remuneration as such. The Board of Directors may, however, agree that inevitable costs of its members can be reimbursed.

63. Funds received must be deposited immediately at the account of the Federation to be used as foreseen under the statutory objectives.□

64. Fees and exemptions from the obligation to contribute are agreed by the General Meeting based on a proposal by the Board of Directors.

65. The operations undertaken by the Federation are funded from membership fees, other donations, contributions, income from own resources, results from activities, and other results such as subsidies allocated.

Resolutions

66. Any member who wishes to have a resolution considered and voted upon should inform the Secretary two months before the General Meeting convenes. This resolution and the request is to be circulated to the Board of Directors to evaluate whether it is in line with objectives of the association. Such resolutions must be sent to the members one month before the meeting to be presented to the General Meeting for a vote. The decision is taken by simple majority of those present.

Dissolution of the Federation

67. The Federation may be dissolved by an Extraordinary General Meeting. Two-thirds of those entitled to vote must be present in order to allow for a valid vote. If three

quarters of those present agree, the dissolution must be published in the Annex to the Moniteur belge in order to be effective.

68. Should the quorum not be fulfilled, another Extraordinary General Meeting can be convened with at least four weeks notice empowered to decide with three quarters of those present.

69. In case of dissolution, alterations or abandoning of the objectives, the capital must be passed on to a public or private institution pursuing the same objectives on a non-profit basis to be determined by the members of the Extraordinary General Meeting.

Miscellaneous

70. These statutes have been established, approved and registered in French. In case of disagreements, only the French version is relevant.

71. These statutes have been approved by the Founding General Meeting of the Federation on 22.10.1995 in Hamburg. They - and respective future modifications - will only be applicable after their publication in the annexes of the Moniteur belge.

72. All issues not resolved in these statutes will be settled in conformity with the Belgian legislation on - international - non-profit scientific associations as from 25.10.1919, modified by the law from 6.12.1994.