

STATUTES

European Spinal Cord Injury Federation ESCIF

(Europäische Paraplegiker Vereinigung EPV)

I. Constitution

Art. 1*

Nature

Die European Spinal Cord Injury Federation ESCIF (Europäische Paraplegiker Vereinigung EPV) is an association of common interest duly constituted under Article 60 ff of the Swiss Civil Code (ZGB) with a registered office in Nottwil, Switzerland.

The Federation is politically neutral and has no religious affiliations. It is a voluntary non-profit association as defined in Art. 60 ff of the ZGB.

Art. 2

Purpose

As the European organisation of national self-help SCI organisations working to safeguard and promote the interests of people with SCI, the ESCIF supports:

- a) the formation of closer relationships between the individual national SCI parent organisations
- b) cooperation in relation to questions of integration into society
- c) the exchange of information
- d) the promotion of co-operation among experts in the fields of research and medicine in the countries of participating members, with a view to improving the aftercare and monitoring of SCI sufferers, the implementation of best practice benchmarks in rehabilitation as well as the promotion of research, so as to improve the quality of life of SCI sufferers
- e) the internal and external formation of opinion relating to transnational issues of SCI
- f) the safeguarding of the interests of the national parent SCI organisations in relation to other organisations or the EU

For this purpose the ESCIF can hold membership in international organisations.

II. MEMBERSHIP

Art. 3

National Parent Organisations

A maximum of one parent organisation per country can hold membership in the ESCIF.

These must be independent representative bodies with their own statutes founded and recognised according to the laws of their respective states and whose main objective is to represent people with SCI in their country.

Where the people with SCI do not have their own association but are organised as part of a national parent organisation for the disabled, the section of that organisation representing SCI may be recognised as a national organisation and admitted.

* For simplicity these Statutes are written in the male form. In the Statutes' wording the female form is considered equal and equivalent to the male form. All terms used in the male form are equally valid for female.

Art. 4

Admission

New member associations shall be admitted by the Assembly of Delegates, following their application in writing and fulfilment of all the terms and conditions in accordance with Art.3. On admission the new member must accept the Statutes of the ESCIF.

Private persons, partnerships, legal entities and public bodies may hold patron membership. They have no membership rights.

Art. 5

Resignation

Membership can be terminated by sending a written resignation to the Secretary and/or Head Office. Membership of patron members ceases in case of death. Active members must notify the Head Office in writing of their resignation.

Resignation is only allowed at the end of each calendar year observing a three month period of notice.

Art. 6

Expulsion/Suspension

A member organisation can be expelled or temporarily suspended from the ESCIF in cases of serious violation. The competence to decide on an expulsion or suspension rests with the Assembly of Delegates. The decision requires the votes of two thirds of the members present and represented member associations. This decision on expulsion or suspension is final.

Reasons for expulsion or suspension are:

- action contrary to the Statutes or the decisions of ESCIF;
- persistent breach of the financial obligations (mainly being in arrears in the payment of membership fees for more than twelve months)
- non-fulfilment of the requirements for membership as laid down in Art. 3 of the Statutes;
- action detrimental to the reputation or the interests of the ESCIF.

Expelled members cannot become members again for a period of three years. The expelled member is to be informed in writing with reference to Article 75 of the ZGB.

Art. 7

Rights and Duties of Members

Every Member Association has the right to send a maximum of two delegates to the Assembly of Delegates of the ESCIF. The delegates have active and passive franchise and one vote per member association.

Members of the Executive of the ESCIF may represent their national organisation as delegates.

In case of inability to attend an assembly of delegates, a member country may authorise another delegate association to vote on their behalf. A member association however may represent only one other member association through such authorisation.

Members are obliged to work as actively as possible on the duties of the ESCIF and to pay the agreed membership fee.

The liability of the members does not extend beyond their membership fee.

The Member Associations may use the wording "Member of the European Spinal Cord Injury Federation ESCIF" on their letterhead.

Art. 8

Voting Rights

Each association has one vote.

Art. 9

Honorary membership

Honorary membership may be bestowed upon persons who have earned such recognition through their exceptional services for the ESCIF and/or for persons with SCI.

The honorary membership shall be awarded by the Assembly of Delegates following nomination by a Member Association or by the Executive.

Honorary members have no voting and election rights.

Art. 10

Membership Fees

The Assembly of Delegates decides on the level of membership fees for the Member Associations. The minimum annual membership fee is 300 Euro, unless the Assembly of Delegates decides otherwise. Membership begins with the date that payment is made.

III. ORGANISATION

Art. 11

Structures

The ESCIF will be structured as follows:

- a) the Assembly of Delegates
- b) the President
- c) the Executive
- d) the auditing firm or 2 auditors

A) The Assembly of Delegates

Art. 12

Composition

The Assembly of Delegates as supreme decision taking and controlling body of the ESCIF comprises all Member Associations. The Assembly of Delegates will convene at least once a year.

The Assembly of Delegates shall be composed of the delegates of each Member Association and the Executive, in accordance with Art.7.

Usually, as many as three non-voting members per Member Association may be invited to the Assembly of Delegates.

Art. 13

Authority

The Assembly of Delegates decides on all matters which have not been delegated to other bodies of the ESCIF. The following authority may not be delegated:

- a) approval of the minutes;
- b) approval of the annual report;
- c) approval of the auditors' report and approval of the accounts;
- d) ratification of the acts of the Executive (Décharge);
- e) election of the members of the Executive;
- f) election of the President;
- g) election of the auditors;
- h) decision on membership fees;
- i) approval of the budget;
- j) admission, suspension or expulsion of members;
- k) passing of a resolution concerning dissolution and liquidation;
- l) approval and amendment of the Statutes of the Federation;
- m) dealing with proposals by the Executive and/or Member Associations. Proposals are to be submitted to Head Office at least twelve weeks before the Assembly of Delegates;
- n) bestowal of honorary membership;
- o) passing of resolutions on all subject matters which fall into the competence of the Assembly of Delegates according to the law or the Statutes.

Art. 14

Convening and Form

The Assembly of Delegates shall be summoned by the Executive, in special circumstances by the auditors. Convening an Assembly of Delegates is also the prerogative of the liquidator.

An Assembly of Delegates may also be summoned on the demand of not less than six Member Associations. Notification and agenda have to be submitted in writing to the Executive stating the proposals and the topics to be deliberated.

The Assembly of Delegates must be convened a minimum of six weeks in advance of the date of the assembly. The notification must include the issues to be discussed as well as the proposals by the Executive and all necessary documentation.

Art. 15

Passing of Resolutions

The Assembly of Delegates has a quorum when at least one third of the delegates are present. Decisions shall be taken with the simple majority of delegates present, unless the law or the Statutes specify another majority.

In elections, the first ballot requires an absolute majority, the second ballot a simple majority.

In the event of a tied vote the chairman has the casting vote.

Decisions concerning proposals which were not on the agenda can only be taken if a minimum of three quarters of the delegates present vote in favour of the proposals being decided.

The Executive is responsible for keeping the minutes. As a minimum these must include the decisions taken and the results of votes. Delegates have the right to study the minutes.

B) Presidency

Art. 16

President/Chairman

The President guarantees the supervision through the Executive. He represents the ESCIF externally and may delegate external representation of the Federation to another member of the executive.

He conducts the meetings of the Executive and holds all authority given to him by the law, the Statutes or the regulations.

The President remains in regular contact with the Secretary and ensures that he remains fully informed on all important current activities.

C) Executive

Art. 17

Composition

The Executive is composed of at least five members, whereby the majority of the executive as well as the president are spinal cord injured:

- a President (chairman)
- a Vice-President
- a Treasurer
- two board members
- as well as a Secretary who has only advisory powers

Only one representative per country may be elected to the Executive. This limitation does not apply to the Secretary.

Members of the Executive carry out their duties in a voluntary capacity.

Art. 18

Elections

Members of the Executive are elected by the Assembly of Delegates for a term of office of four years and may serve a maximum of two terms in office. The term of office is permanently ended on the date of the ordinary Assembly of Delegates following the Executive member's 70th birthday.

Art. 19

Convening and Resolutions

The Executive will convene as often as business requires. It will be summoned by the President, or in his absence, by the Vice-President or another member who holds voting rights. The President must call a meeting within forty days when so requested in writing by the Secretary or by a member who holds voting rights. The agenda shall be sent to all Executive members along with the invitation.

The Executive has a quorum when at least half of its members eligible to vote are present. Decisions will be taken with a simple majority of the votes cast. In case of a tie the chairman has the casting vote. An Executive member shall withdraw in matters concerning his own country.

Upon the invitation by the President, executive meetings may be attended by non-voting expert advisers. Usually the Secretary takes part in the executive meetings.

Art. 20

Duties and Authority

The Executive has the right and the duty, as empowered by the Statutes, to manage the affairs of the ESCIF and to represent the ESCIF. In particular, it has the following duties and rights:

- a) the execution of the decisions of the Assembly of Delegates;
- b) the management of the ESCIF and establishment of its organisation;
- c) the supervision of those entrusted with specific duties, particularly in regard to compliance with the laws, statutes, regulations, instructions and assignment specifications;
- d) the organisation of accounting, financial control as well as financial planning;
- e) the right to submit proposals to the Assembly of Delegates concerning the admission, suspension or expulsion of Member Associations;
- f) the ratification and amendment of the regulations of the ESCIF;
- g) the ratification of the budget;
- h) the external representation of the Federation;
- i) the establishment of committees and working groups necessary to fulfil the Federation's purpose;
- j) the drawing up of the annual programme of the Federation;
- k) the drawing up of the annual financial accounts;
- l) the naming of the Executive members who hold signatory powers and further persons who hold signatory powers.

Art. 21

Head Office

All current activities will be handled by the Secretary. Usually, the Head Office is located at the registered office of the ESCIF.

The field of activity of the Head Office will be detailed in an assignment specification. The Head Office is, among other things, responsible for the bookkeeping as well as the preparation of the annual accounts and the budget.

D) The Auditors

Art. 22

Election and Duties

Usually, the auditors will be a certified accountant or a trust company elected for a period of one year, who must be member of the Swiss Fiduciaries' and Auditors' Chamber. They have stated rights and duties under Art. 728 – 730 OR (Code of Obligations)

These duties may also be executed by two auditors elected by the Assembly of Delegates.

IV. ASSETS

Art. 23

Financial Resources

The income of the ESCIF includes:

- a) Membership fees as well as interest on assets
- b) Voluntary donations from third parties
- c) Subsidies from public authorities
- d) Endowments and legacies

Art. 24

Liability

The level of liability of the ESCIF consists only of the Federation's assets. Any personal liability or obligation on the part of the Member Associations to make additional payments is ruled out.

There is no legal right to the services of the ESCIF.

V. FINAL REGULATIONS

Art. 25

Amendment of Statutes

The Statutes may be amended following a written proposal by the Executive or a Member Association.

If an amendment of the Statutes is proposed, the wording of the proposed amendment is to be circulated with the invitation to the Assembly of Delegates. Amendments to the Statutes require a two-thirds majority of the member associations in attendance or represented member associations.

Art. 26

Dissolution

The Assembly of Delegates can dissolve the ESCIF upon the proposal of the Executive or of two fifths of the Member Associations. A dissolution requires a majority of two-thirds of all members entitled to vote at an Assembly of Delegates. If this majority is not reached, the Executive can convene a further Assembly of Delegates. At the second Assembly of Delegates the dissolution requires a majority of two-thirds of delegates with voting rights present.

Art. 27

Liquidation

In the event of a dissolution of the Federation the Executive in power at that time will execute the liquidation, unless the Assembly of Delegates decides on an alternative solution. The authority of the Assembly of Delegates remains intact during the entire duration of the liquidation.

The result of the liquidation serves primarily to fulfil the legal or contractual obligations of the ESCIF. The Assembly of Delegates which decides on the dissolution along with this decision also decides on the use of the existing assets. No legal rights to these assets may be claimed by any Member Association.

Art. 28

Arbitration Clause

In the event of a dispute between a member and the ESCIF and if no agreement can be reached, the dispute, instead of being lodged with a court of law, is to be presented to a court of arbitration based in Lucerne, the latter being subject to the Swiss Arbitration Concordat.

Each of the parties names an arbitrator. These two name a third person, who acts as chairman. In the event of no chairman being agreed upon, the judicial officials decide on a chairman in accordance with Art. 12 of the Concordat. Costs will be borne by the disputing parties.

Other than that, the proceedings will be in accordance with the regulations of the Concordat and subsidiary of the Swiss Federal Code of Civil Procedure.

The court of arbitration can decide on equity.

Art. 29

Coming into Force

The proposed Statutes come into immediate effect following the approval by the participants present at the founding Assembly of Member Associations.

For issues relating to the interpretation of these Statutes, the German version, which serves as the text of origin, shall prevail.

So decided by the founding nations Austria, Belgium, Croatia, Denmark, England, Finland, Germany, Ireland, Italy, Lithuania, Netherlands, Scotland, Slovenia, Spain, Sweden and Switzerland at the meeting on 31st March 2006 in Nottwil, Switzerland.

Nottwil 31st March 2006

For the European Spinal Cord Injury Federation

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