

European Baromedical Association for nurses, operators and technicians

EBASS

International non profit association
Registered under Belgian laws

Statutes

Part 1: Formation, name, registered office, purpose, duration

Article 1. Within the Law of May 2; 2002 , an international association with scientific purpose has been set up under the name of European Baromedical Association for Nurses, Operators and Technicians, i.e, EBAss

Article 2. The address of the registered office is in Belgium, Sainte Anne 9, B 7880 FLOBECCQ.

It could be transferred to another place in Belgium only after approval of the Board of Directors.

Any modification of the registered office has to be published in the "Moniteur Belge". By decision of the Board of Directors, the association has the utility of setting up agencies in Belgium or abroad.

Article 3. The main purpose of the association which is devoided of any sense of profit-making is to get a better integration for nurses, operators and technicians belonging to the Baromedical European Centres and this, especially:

- ~~///~~ In developing groups of study and thoughts,
- ~~///~~ In developing the interprofessionnal means of communications,
- ~~///~~ In harmonizing educative programs re those staffs,

The association is entitled to perform any directly or indirectly relevant acts.

The association can give assistance and be interested in any similar activity re the purpose of it.

Article 4. The association is made up for an unlimited duration, by decision of the general assembly, it can be broken up at any time.

Part 2: Members

Article 5. The number of associates is not limited, the minimum number is 3.
The associate may be of Belgian or foreign nationality.

Article 6. Anyone who wants to join the association is requested to write to the Board of Directors.

Any new partner is requested to sign up the associates minute-book.

This signature implies, without reservation, a total acceptance of the statutes of the association.

Article 7. Three types of members exist.

1. The effective members are natural or legal persons, legally organized in keeping with the laws and common practices of their country of origin.

The effective members include :

Full member de facto:

Any association representative of the baromedical staff with mandates one of its members. This association has to be localized in Europe and in possession of legalized status with correspond to the meaning of the association.

Full member individual:

The full member is a "physical" person who works as part of the baromedical staff in an hyperbaric centre in Europe.

2. The adherent members include :

Associate member – correspondent:

The associate member – correspondent is or,

- a "physical" person who works as part of the baromedical staff in an hyperbaric centre and who doesn't live in Europe, or

- any non-European association representative of the baromedical staff with mandates one of its members.

Associate member :

The associate member member is a "physical" or a body-corporate person showing a real interest for baromedical science.

3. Honorary members:

natural or legal persons organized in keeping with the laws and common practices in their country of origin, elected to honorary members on grounds of their exceptional contribution to the baromedical field.

Article 8. Conditions of admission:

Full member

The candidature is accepted by the general assembly, on proposition by the Board of Directors.

Candidature have to be mailed to the registered address or to the President, or to the General Secretary. Any candidature has to be signed up by 2 effective full members.

Associate member:

Candidature have to be mailed to the registered address or to the President, or to the General Secretary. Except justified decision from the executive Board, within 3 months, any candidature will be automatically approved.

Honorary member

The candidature is accepted by the general assembly, on proposition by the Board of

Directors.

The undersigned founders are the first full members.

Article 9. The annual entrance fee cannot be superior to 2.500 euros. At the beginning of each financial year, this amount is adjusted to the cost of living index in Belgium. The annual rates, by category of member, of the entrance fee is decided, each year, by the general assembly

Article 10. The members are free to leave the association, at any time, and are requested to do so, in sending their resignation to the Board of Directors, by registered mail.

Article 11. Is considered having resigned, any member who is not in order with its own affiliation.

Article 12. The exclusion of members of the association may be suggested by the Board of Directors after hearing the defendant, and may be pronounced by the general assembly by the majority of the 2/3 of the attending or represented members. The board of directors may suspend the concerned person until the decision of the general assembly.

Article 13. The excluded members or those who resigned as the executors and claimants cannot claim any refunding about the paid fees or any other provided prestations.

PART III - general assembly

Article 14. The General Assembly is the supreme power, which fulfil the objective of the association.

It includes all the members of the association.

Only full and honorary members have the right to vote, each one accounts for one vote, the other members have the possibility to assist and participate to discussions, but cannot vote.

Article 15. The following points are of its competence :

- ~~///~~ The modifications re the social status
- ~~///~~ The election and exclusion of the administrators
- ~~///~~ The approval of budgets and accounts
- ~~///~~ The voluntary breaking-up of the association
- ~~///~~ The exclusions of associates
- ~~///~~ Any decision ultra vires, legally or statutory, assigned to the board of directors.

Article 16. A general assembly must be held at least, once a year. As many times as the social interest of the registered office requires it, a special meeting will take place.

This applies when at least, on fifth of the associates demands it.

Any assembly will be held on the day, at the hour, and place stipulated in the convening.

Article 17. The General Assembly is convened by the Board of Directors by letter, fax or e.mail, at least thirty days before the date of the assembly, by letter signed by the president, the general secretary or by three administrators in the name of the board of directors.

The convening stipulates the place and the agenda.

The assembly can only deliberate about the subjects written down on the agenda.

Article 18. The president of the Board of Directors takes the chair, In his absence, it's the oldest administrator attending the meeting.

Article 19. A deputy of their choice, member or non-members of the association may represent the full and honorary members and who will be able to vote in their place. A deputy with a maximum of 5 procurations may represent the members for one attending member.

Article 20. Unless opposite legal or statutory dispositions, the decisions of the general assembly are a majority decision; since as 25% of the members must attend or be represented at the meeting.

By derogation to the previous paragraph, the decisions of the assembly re the modifications about the status, exclusion of associates or voluntary breaking-up of the association, are only taken in return for three quarter of the given votes.

The modifications to the status will be effective, only after approbation by a royal decree and publication in the appendix of the "Moniteur Belge".

Article 21. The decisions of the general assembly are recorded in a special register, signed by the president and the secretary and the members who too asked for it. It's kept to the headquarters of the association where the concerned persons would be able to read it, but without moving or copying the registers. If the concerned persons aren't associates, but justify of their legitimate interest, this communication is dependent of the written authorization of the president of the Board of Directors.

The copies or abstracts of these minutes will be signed by the president or by two administrators.

Part IV - The Board of Directors – Executive committee – Interne rules

Article 22. A board of Directors is elected by the general assembly. It consists of at least 3 (three) administrators for 15 (fifteen) maximum.

Article 23. Duration of the mandates :

The duration of the director's mandate is of three years. Each director may be re-elected. At any time, the general assembly may remove a director.

Article 24. The application for a post of director, signed by at least three effective members, must be sent to the board of directors, by registered mail, thirty days before the assembly. The votes towards those applying for this function and presented of this manner, are the only valid ones. Anyhow, the outgoing administrators may be re-

elected without the obligation of a previous presentation of the application. They have the prerogative, of doing it.

Article 25. The Board of Director is made up of a third of quality effective members.

Article 26. The General Assembly is convened by the Board of Directors by letter, fax or e.mail, at least thirty days before the date of the assembly, by letter signed by the president, the general secretary or by three administrators in the name of the board of directors. The convening stipulates the place and the agenda. A deputy with a maximum of 1 procuracy may represent a Director. The Board of Directors may only deliberate with the necessary authority if only at least half of the members are attending or are represented. A Board of Directors must be held at least, twice a year.

Article 27. The Board of Directors has the largest competences for the management of the association and its representation, without prejudice of the attributions of the general assembly.

Article 28. The resolutions of the Board of Directors are taken by the majority of the attending or represented administrators. In case of sharing votes, the president has a casting vote.

The resolutions are registered in a minute book signed by the general secretary and kept by him and it will be, if necessary, at the disposal of the members of the association.

Article 29. Legal actions, as well as on the plaintiff side or the defendant side, are followed by the Board of Directors, represented by the president or an administrator appointed for this purpose.

Article 30. All legal acts, which involve the association, are, unless special procurations, signed by two members of the board of directors, who don't have to justify themselves towards third parties about their powers.

The executive committee

Article 31. For the daily management of the association, the board of directors delegate a part of its powers to the executive committee.

Article 32. The Board of Directors elects an executive board formed, at least, of the following main functions: A president, one or more vice-president, a general secretary, a general treasurer. A vice general secretary and a vice general treasurer may complete those Functions.

Article 33. The executive board 's members are voted by the board of directors for a year's length. The members may be re-elected.

Internal rules

Article 34. The internal rules add up to the dispositions of the above statutes and will not interfere in any way with these ones.

Article 35. The internal rules have to be accepted by the general assembly, before its application.

Article 36. The general secretary is in charge of the supervision and the follow-up of the internal rules.

Article 37. The executive board or the board of directors is the only competent authority re any proposal of modification about the internal rules.

Article 38. Any proposal of modification re the internal rules submitted to the general assembly by the Board of Directors, will be voted by at least 25% of the present effective members, present or represented.

PART V - Budget, accounts

Article 39. Each year, on the 31st of December, the financial year will be interrupted and the budget for the following year will be established. Both will be presented for approval to the following ordinary general assembly.

PART VI - Dissolution, liquidation

Article 40. In case of voluntary dissolution, the general assembly which pronounces it, will name, if necessary, trustees and will determine and will decide of the destination of the properties and assets of the broken-up association, after payment of the liabilities, and will give to those properties and assets a destination. In case of official receivership, a general assembly will follow and the associates will be called to a meeting for the same purpose by one trustee, or more, if appropriate.

Part VII - Final disposition

Article 41. Anything, which is not considered within the present statutes, will be ruled by the law of May 2, 2002.