

# STATUTES

## LEGAL FORM AND DOMICILE

### ARTICLE 1: NAME

A non-profit making association entitled the “European Association for Developmental Care (EADCare)”/“Association Européenne pour les Soins de Soutien au Développement (AESSD)” is constituted in accordance with the Article 60 and subsequent articles of the Swiss Civil Code.

### ARTICLE 2: LEGAL DOMICILE AND DURATION

The Association is legally domiciled in Geneva – P.O. Box (TBD)  
Its duration is unlimited.

### ARTICLE 3: GOALS

The aim of the association is to:

- Promote developmental care.
- Reunite and federate multi-disciplinary teams involved in the field of developmental care for premature, term-born babies, infants, children and adolescents based on a variety of approaches.
- Create a reference base supporting clinical applications, training, research and scientific publications in relation to developmental care.

### ARTICLE 4: MEMBERS

- a) Any person active in the field of developmental care may become a member of the association.
- b) Application for membership may be made individually or as a group. For group members, the institutions concerned name two delegates to attend meetings.
- c) Application for membership should be addressed to the Committee and will be examined by this entity.
- d) Applicants become members after acceptance of their application by the Committee and payment of the membership fee.
- e) Members acknowledge the statutes and the decisions taken by the statutory authorities.
- f) Honorary Membership is offered to persons who have rendered significant service to the field of developmental care. They are not required to pay membership fees.
- g) The Committee keeps an up-to-date list of members. It can eradicate members who have omitted to pay their membership fees for more than two years.
- h) Each member can resign from the association at any time in writing to the Committee, but must pay his subscription for the ongoing year.
- i) The members attending the Annual General Meeting may decide to suspend or exclude one or several members for justified reasons, more particularly if the person or persons concerned have in any way discredited the association.
- j) Any member who is excluded is entitled to appeal against the decision of the said Annual General Meeting.
- k) Members who resign or who are excluded lose all rights with regards to the Association’s social assets.

## ORGANS

organs of the Association are

1. The Annual General Meeting
2. The Committee
3. The Auditors

### ARTICLE 5: ROLE OF THE ANNUAL GENERAL MEETING

The Annual General Meeting is the governing body of the association. It reunites all the members of the association and takes all relevant important decisions. It

- a) elects the Committee and the auditors;
- b) adopts the Committee's annual report;
- c) discusses the general policy of the Association;
- d) adopts the accounts and votes on the budget;
- e) it discharges the Committee and the account auditors;
- f) fixes the amount of the annual membership fee;
- g) adopts and modifies the statutes;
- h) dissolves the Association.

### ARTICLE 6: THE ANNUAL GENERAL MEETING

- a) The Annual General Meeting is convened once a year
- b) The Annual General Meeting is convened on the Committee's orders or by a fifth of its members;
- c) The Annual General Meeting is presided by the Chairman;
- d) Invitations are to be sent to Members by ordinary mail at least 20 days prior to the date of the Annual General Meeting;
- e) Any propositions to be submitted to the Annual General Meeting must be sent in writing to the Committee at least 10 days prior to the said meeting
- f) A presence list is drawn up and minutes are taken;
- g) The Committee draws up an Annual Report on the Association's activities.

### ARTICLE 7: ELECTIONS - VOTES

- a) Honorary members, members of the committee and ordinary members of the association all have the right to vote.
- b) Votes and electoral votes are by show of hands.
- c) Votes can be by secret ballot at the request of at least 1/5th of the members.
- d) The decisions taken by the Annual General Meeting with regards to the dissolution of the Association or the modification of its statutes are taken with a 2/3 majority. Other decisions are taken by majority. In the event of a tie, the Chairman's vote is decisive.

### ARTICLE 8: THE COMMITTEE

The Committee is multi-disciplinary and is composed of representatives of the medical, nursing care, psychological and paramedical fields.

It is elected by the Annual General Meeting and is composed of 6-10 members, including a Chairman, a Secretary and a Treasurer.

The distribution of the posts within its members falls within the competence of the Committee. The Committee is elected for three years.

Members may be reelected for a second mandate.

The Constitutive Committee is elected for one year and eligible for reelection for a further mandate of one year.

## ARTICLE 9: ROLES - TASKS

The Committee oversees the activities of the Association and takes all the necessary decisions in order to ensure the efficient management of the Association.

The Committee:

- a) Administrates the Association's activities;
- b) Establishes the Association's budget and administrates its finances;
- c) Elects the auditors;
- d) Draws up and signs all contracts and other documents in the name of the Association;
- e) Convenes and presides the Annual General Meetings;
- f) Delegates certain tasks to third parties;
- g) Represents the Association with regard to third parties
- h) The Members of the Committee assume mandates in liaison with the specific goals and objectives of the Association
- i) The Committee's decisions are taken by simple majority.

## ARTICLE 10: AUDITORS

The Committee elects two auditors for three years. They may be reelected for second mandate. They are charged with the audit of the Association's accounts. They present the results of their audit in a report to the Annual General Meeting.

## FINANCIAL RESOURCES AND RESPONSIBILITIES

### ARTICLE 11: RESOURCES

The Association's financial resources are as follows:

- a) Membership fees;
- b) The income from activities organized by the Association.
- c) Official or private subsidies, gifts or legacies.

### ARTICLE 12: MEMBERSHIP FEES

The amount of the annual membership fee is fixed by the Annual General Meeting.

Individual Membership: CHF 50. – / Group Membership: CHF 500.–

Payment of membership fees is to be made at the beginning of every year by bank transfer.

### ARTICLE 13: RESPONSIBILITIES

- a) Two members of the committee, the Chairman and the Secretary, are entitled to co-sign documents engaging the Association.
- b) The members of the Association do not engage any personal liability for the engagements undertaken by the Association which are guaranteed by its assets.

### ARTICLE 14: MODIFICATION OF THE STATUTES

The statutes can only be modified at the instigation of the Annual General Assembly and must be an item on the agenda. A majority of two thirds of those present with voting rights is required for each modification.

## ARTICLE 15: DISSOLUTION

The dissolution can only take place on request of the Committee or of fifty percent of members with voting rights and during an Extraordinary Annual General Meeting convened specially for this purpose. The decision to dissolve the Association necessitates the approval of a third of those present with voting rights.

In the event of dissolution, the Extraordinary Annual General Meeting decides how the assets of the Association may be used with regard to the aims of the Association. The assets will in no event be redistributed to members for their private use.

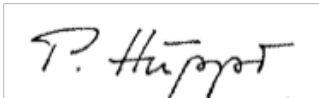
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These statutes have been accepted by the constitutive Annual General Meeting held on  
15th December, 2010.

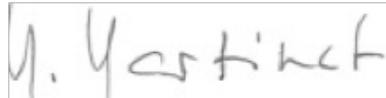
They become applicable as of 1st January, 2011

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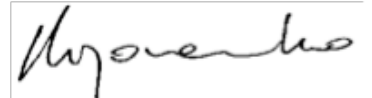
Geneva, 15th December, 2010



Prof. Petra S. Hüppi  
Chairman



Madame Myrtha Martinet  
Secretary



Dr Stéphane Sizonenko  
Treasurer