

Bylaws of the “Deutsche Vereinigung zur Bekämpfung der Viruskrankheiten e.V. - DVV” (German Registered Association for Combating Viral Diseases)

Section 1

Name, Domicile and Legal Form

The name of the society shall be “Deutsche Vereinigung zur Bekämpfung der Viruskrankheiten e.V. - DVV-“. The domicile is Düsseldorf. The Association is registered in the Register of Associations of the Düsseldorf District Court.

Section 2

Purpose

The purpose of the Association is the advancement of the combat of viral diseases. In particular:

1. to encourage and support research about viral diseases,
2. to issue guidelines, recommendations and expert evaluations,
3. to plan, conduct and evaluate field enquiries for the clarification of epidemiological and other questions concerning viral diseases,
4. to contribute to the development of an effective organisation for virus diagnostics,
5. to enhance existing virus-diagnostic methods and devise new methods,
6. to collect and evaluate experiences and reports,
7. to co-operate with the Bundesgesundheitsamt BGA (German Health Authority), the Bundesamt für Sera und Impfstoffe (Paul-Ehrlich-Institut; Federal Agency for Sera and Vaccines) as well as foreign and international organisations,
8. to notify and inform the public.

Section 3

1. The Association pursues exclusively direct non-profit purposes according to Section “Steuerbegünstigte Zwecke der Abgabenordnung” (tax-privileged purposes according to the German Fiscal Code).
2. The Association works for the public benefit; it does not pursue own economic interests.
3. The funds of this Association may be used solely for statutory purposes. Its members do not receive benefits from the funds of this Association.
4. No person shall benefit by expenditures other than intended for the purposes of this Association or by disproportionately high compensations.

Section 4

- (1) Members of the Association are:
 1. Federal Republic of Germany (FRG)
 2. German Federal States
 3. The following may join the Association:
 - (a) the Central Federal Associations of the German Social Insurance Associations
 - (b) associations, bodies, institutions, trusts and corporate bodies organised under public law and juristic persons governed by private law.
- (2) The Executive Board decides about the admission of new members as well as the expulsion of a member.
- (3) A resignation may be submitted by registered letter in compliance with a half year's period of notice at the change of the fiscal year.

Section 5

Funding

- (1) The members raise the funds necessary for the attainment of the objectives of the Association.
- (2) The amount of the funds of the German Federation is stipulated by the Federal Government.
- (3) The amount of the funds of the Federal States is stipulated by the respective Federal State Governments according to a per capita rate.
- (4) The amount of the funds of the Head Organisations of the Social Insurance Associations is agreed upon with each individually.
- (5) The remaining members determine their contribution by mutual consent with the Executive Board according to their own discretion. The membership fee shall be at least DM 500.00 per annum.

Section 6

Agencies

The agencies of the Association are:

1. General Meeting
2. Executive Board

Section 7

Meeting of Members

- (1) A regular meeting of the members shall be held annually. Special meetings are called as necessary and within six (6) weeks if at least one-third (1/3) of the members request a meeting by written statement. The Executive Board

determines the agenda of the meeting. Written notice of the annual meeting stating time, place and agenda shall be provided by the President to each member at least four (4) weeks prior to the day of the meeting. Applications to the meeting are to be presented to the President at least two (2) weeks prior to the meeting in written form. The President, or in the absence of the President, the Vice President shall Chair the general meeting; in the absence of the President and the Vice President, the Chair shall be selected from among the members of the Executive Board by the members present.

(2) The votes are divided as follows:

FRG	20 votes
Federal States	3 votes each
Central Associations of the Social Insurance Associations	10 votes total
national organisations	10 votes total
bodies, institutions, trusts and corporate bodies organised under public law and juristic persons governed by private law	10 votes total

(3) The 10 votes allotted each to the Central Associations of the Social Insurance Associations, national organisations, bodies, institutions, trusts and other juristic persons are divided within each group based on the amount of the effected membership fees.

(4) A motion is passed upon receiving the affirmative vote of the majority of votes. In the event of a tie of votes, a motion is considered rejected. A duly convened general meeting always has a quorum, except in case of an amendment of the Bylaws.

(5) The minutes of the General Meeting shall be signed by the Chairman and two other members of the Board.

Section 8

Duties and Responsibilities of the General Meeting

The General Meeting is responsible for:

1. The election of the members of the Executive Board specified in Section 9 Item 1 Numbers 1-3, 6 and 7.
2. The annual election of two (2) auditors, who shall have to give a report concerning the bills to be submitted by the Executive Board to the next General Meeting; one of the auditors has to be a representative of one of the Federal States.
3. Discussion of the annual report and discharge of the Executive Board.
4. Resolution of the budget.
5. Resolution concerning the amendments of the Bylaws, if it is announced in the invitation to the meeting and two-third (2/3) of the votes are present. Amendment of the Bylaws requires at least two-third (2/3) of the present votes.
6. Resolution about the dissolution of the Association according to Section 11.

Section 9

Executive Board

- (1) The Executive Board consists of:
1. the President, who shall be a physician
 2. the Vice President
 3. the Treasurer
 4. the representative of the Federal Minister responsible for Public Health Care
 5. one representative each of the highest Health Care Authority of three (3) Federal States
 6. two (2), at most, three (3) representatives of the Central Associations of the Social Insurance Associations
 7. two representatives of the other members chosen from among the agencies, bodies, institutions, trusts and corporate bodies organised under public law and juristic persons governed by private law.
- (2) The Executive Board members named under 1-3, 6 and 7 are elected for a period of three (3) years. They are eligible for re-election. The members of the Executive Board indicated in Section four (4) and five (5) are delegated to the Executive Board by the Federal Minister responsible for Public Health Care or the responsible Ministers and Senators of the Federal States, respectively.

After expiration of the legislative period the Board remains in office until the first meeting of the new Board.

A member of the Executive Board can be represented at a Board meeting by another member of the Executive Board or by a designated representative of the group represented by the member.

The Board determines its rules and regulations. The members of the Board work in an honorary capacity. Necessary expenses are reimbursed.

The Board acts on a majority; in the event of a draw the vote of the President is decisive. According to Section 26 of the German Civil Code, the Board consists of the President and the Treasurer.

Section 10

Task Forces

- (1) The Executive Board shall form a Committee for the deliberation of fundamental and scientific issues according to the objectives of the Association. It shall consist of up to nine (9) members representing the fields of Epidemiology, Paediatrics, Clinical Virology, Internal Medicine and the Public Health Care Service. They shall be appointed by the Executive Board for a period of two (2) years. The Committee shall be chaired by the President.
- (2) The Executive Board may form and dissolve other committees. The members of the task forces shall be appointed by the Executive Board for a period of three (3) years. The Chair of the respective Committee shall be appointed by

the Executive Board based on proposals of candidates by the members of the Committee.

- (3) The members of the task forces shall be invited to the meetings by the President. The President shall be responsible for publishing the results.

Section 11

Dissolution

- (1) The dissolution of the Association requires a two-third (2/3) majority of the votes of the General Meeting consisting of at least two-third (2/3) of the members of the Association. In case the majority for the dissolution of the Association cannot be attained in a meeting duly convened for this purpose, the dissolution may be decided by simple majority of the voting members at a further meeting. Such a meeting shall be convened within three (3) months after the first meeting. Notice of this modified procedure must be given to the members in the invitation to the second meeting.
- (2) If the resolution is passed, the General Meeting shall have to decide about the application of the assets. In the event of the dissolution or termination of the Association or if the original purpose no longer applies, the assets of the Association shall benefit a tax-privileged body for the combat of viral diseases.

Section 12

The fiscal year corresponds with the fiscal year of the public administration. The preceding Bylaws have been authorised by the General Meeting on 9 December 1992.

The present Bylaws supersede the Bylaws of 13 March 1987.

Münster, 10 December 1992

(President)

(Vice President)