Article 1 - Name and Registered Office
1. The association, having full legal capacity, is named: “European Cancer Patient Coalition” in abbreviated “ECPC” and shall be referred to in the articles of association and the regulations as “the Association”.
2. The association has its registered office in Rue Montoyer 40, 1000, Brussels, Belgium.

Article 2 - Objective
1. The Association's objective is to foster the cooperation between cancer patient organizations in the European Union and to develop a common policy, and everything that is related to this in the broadest sense, either directly or indirectly.
2. The Association shall attempt to achieve this objective by such means as:
   a. Promoting the interests of cancer patient associations in the European Union;
   b. Promoting the interests of all cancer patients and their caregivers in the European Union;
   c. Acting as intermediary between the European Union and other European institutions for all matters relating to cancer patient associations, cancer patients and care policy;
   d. Acting as intermediary for and on behalf of cancer patient organizations and scientific organizations, political parties, (commercial) organizations, national health services, health insurers, the pharmaceutical industry and other institutions that influence or may influence the interests of cancer patients and their caregivers;
   e. Enabling cancer patient organizations to develop common positions on European health policy issues and to influence decisions that have an impact on cancer care provisions and on health inequalities across the entire European Union;
   f. Exchanging information and points of view on European the health policy in general and cancer in particular, all in the broadest sense.

Article 3 - Organisation
1. The Association has a General Assembly consisting of all members of the Association.
2. The Association is managed by the Board that renders account to the General Assembly and that is charged with managing the day-to-day affairs and supervision of the office(s). The Association's bodies are the Board and the General Assembly, as well as those individuals and committees that, pursuant to the articles of association, have been charged with a specifically defined task and have been granted a decision-making power by the General Assembly.
3. The term of office for all positions within the Association is three years. The individual involved may subsequently be reappointed two consecutive terms of three years. On completing the third consecutive term of office on the Board or a committee, the respective individual cannot be appointed to another position on the Board or that committee until a term of three years has lapsed.

Article 4 - Members
1. The Association has the following types of members:
   a. “Full members”, being cancer patient organizations in the European Union, former member states of the European Union, or member states of the European Free Trade Association that satisfy the membership requirements;
   b. “Associate members”, being cancer patient organizations domiciled in the European Union that do not satisfy the membership requirements or cancer patient organizations based in a country outside the European Union;
2. The Board approves the admission of members, provided all membership criteria are fulfilled by the candidate member. If the Board rejects a membership application, the General Assembly may admit the applicant as member at the latter's request.
3. Organisations or individuals willing to become ECPC Members shall submit an application to the Board, in line with the instructions and using the form publicly available on the ECPC website. The application
shall be submitted to the Board for approval. After checking on the criteria for admission, the Board decides, by simple majority, on the admission of the new Member.

4. To be admitted as a “full member”, a cancer patient organization must satisfy the following requirements:
   a. The organization must be registered in a European Union member state as a non-profit legal entity;
   b. The organization's main constitutional objective must be to promote the interests of cancer patients and/or their caregivers, or cluster of cancer patient organizations in the European Union;
   c. The majority of those responsible for managing the organization must be cancer patients.
      i. Provisions in article 4.5.c do not apply to organisations representing neoplastic diseases for which survival is low and rare cancers patients;
      ii. The majority of those responsible for managing organizations representing rare cancers patients and other neoplastic diseases for which survival is low must be patients or relatives or carers directly involved in the support and management of the cancer patients’ burden;
   d. The organization must be demonstrably independent of authorities, political parties, the pharmaceutical industry and commercial organizations.

5. All members have the right to participate at the General Assembly but only the “full members” have the voting rights. Unless provided otherwise, associate members have the same obligations as full members. Both “full members” and “associate members” have the right to contribute to ECPC projects and apply for ECPC patronage of their events.

Article 5 - General rights and obligations
Members of the Association have the following obligations:
   a. To comply with the articles of association, regulations and resolutions adopted by bodies of the Association
   b. Not to engage in conduct that may harm the Association's interest good reputation and image, as may be specified in a code of conduct
   c. To accept and fulfil all other obligations that the Association assumes in their name or on their behalf or that arise from membership of the Association.
   d. The board is authorised to propose annually the amount of a membership fee, if any, to the General Assembly. The Assembly can approve the proposal of the Board by simple majority.

Article 6 - Termination of membership
1. Membership of the Association shall end by notice of termination or expulsion.
2. Members may terminate their membership by the end of the financial year. Members may also terminate their membership with immediate effect within one month of:
   a. Being notified of a resolution to convert the Association into a different legal form or to merge or split up the Association;
   b. Becoming aware or being notified of a resolution under which their rights have been restricted or their obligations increased, in which case the resolution to terminate shall not apply to them.
   Membership cannot be terminated with immediate effect if it concerns an amendment of the rights and obligations that have been accurately described or if an obligation of a financial nature is amended. In other cases, members may also terminate their membership with immediate effect by giving notice, if they cannot reasonably be required to continue their membership.
3. Notice of termination by the Association shall be given under a resolution adopted by the General Assembly of which resolution the member shall be informed in writing by the Board. The Association may terminate the membership by the end of the financial year. Notice of termination shall be given and the reasons therefore stated.
   Notice of termination shall be given by the Association if:
      a. A member does not fulfil its obligations towards the Association or does not do so on time, including - but not exclusively - those referred to in article 5;
      b. A member engages in behaviour that contravenes with the objectives and mission of ECPC;
      c. A member does not satisfy the requirements for membership. At the member’s request, the Board may subsequently decide to admit the legal entity concerned as an associate member.
   The Association may also terminate a member’s membership with immediate effect if the Association cannot reasonably be required to permit the membership to continue.
4. Notice of termination by the member or by the Association shall be given by registered letter by the end of the financial year with due observance of a four-week notice period. If notice of termination is not given on time, the termination shall take effect by the end of the next financial year.
If membership was unduly terminated with immediate effect, the membership shall end at the earliest permissible time following the date on which notice of termination was given. As long as their membership has not been terminated, members shall retain their rights and be required to fulfil their obligations.

5. Members who seriously contravene the articles of association, regulations or resolutions of the Association or who harm the Association unfairly shall be suspended by the Board. The Board shall notify a member of its decision to suspend the member in writing as soon as possible, stating the reasons therefore. The member may lodge an appeal with the General Assembly within one month of receiving the notice. During the interval between the time when an appeal is lodged and the appeal is heard, the member shall be obliged to fulfil their obligations and their rights shall be suspended, with the exception of the right to defend themselves at the appeal hearing of the General Assembly. The Board shall call for an Extraordinary General Assembly to discuss the suspension of the member, within 60 days from the suspension. The member shall only be admitted to the General Assembly meeting for the duration of the appeal hearing.

Article 7 - Board

1. The Board consists of at least five and at most nine individuals. The General Assembly decides on the number of Board Members, one year before the election of new Board.

2. The Board consists of at least a president, a vice-president, a secretary and a treasurer.

3. The Board shall elect a president, vice-president, secretary and treasurer from its midst. The Board members shall divide the remaining duties among themselves. The Board shall inform the members of the division of Board duties by means of an official notice.

4. At least half the number of Board members must have cancer or have had cancer. The Board shall check that candidates meet this requirement before being elected.

5. Candidates to the position of Board member may be nominated until 45 days before the date on which the General Assembly convenes.
   a. Each “full member” may nominate one candidate for election. The nomination has to be sent to the Board in writing.
   b. 30 days before the elections, the Board makes available the list of candidates to all ECPC full members.

6. To elect the Board, ECPC full members have to submit their vote in writing (letter or email, whether the sender can be clearly recognised as the full member legal representative) to the ECPC siege, no later than 10 days before the Annual General Meeting.
   a. The Board is responsible to collect the votes.
   b. The Board, fulfilling the article of the statute, drafts the final classification.
   c. The Board informs in writing the newly elected candidates of their appointment.
   d. During the Annual General Meeting, the newly elected Board Members present themselves to the General Assembly.
   e. Records of the voting have to be attached to the Annual General Meeting minutes.

7. Board members cannot be appointed until they have provided:
   a. A certificate of good conduct, stating that they have no pending criminal record and have fulfilled their tax obligations in their country of origin;
   b. A declaration of interests, stating that they do not have or pursue any personal interests in institutions or authorities as referred to in article 4, paragraph 5, sub paragraph d., or have another conflict of interest with the Association;
   c. A list of related activities and subsidiary activities performed during the last three years before their nomination. If the individual involved has worked for or in the pharmaceutical industry, the list of activities and ancillary activities must cover a period of at least five years prior to the nomination.
   d. If, after their appointment, it turns out that a Board member has provided inaccurate or incomplete information regarding the items under sub-paragraphs 7a up to 7c, he or she may be suspended for that reason. The suspension may be reversed within thirty calendar days if the association which nominated the suspended Board Member provides a response stating that they do not approve the suspension. In the latter case the suspension shall be put to a vote of the General Assembly by simple majority.

8. The Board members are appointed for a period of three years. The Board members may subsequently be reappointed for two consecutive terms of three years. On completing the third consecutive term of office on the Board, the respective Board member cannot be appointed to another position on the Board until a
term of three years has lapsed. Board members’ mandate ends on the day of the General Assembly meeting at which their term of office ends.

9. Board membership shall end by death, dismissal, resignation, the lapse of the period for which the member was appointed or reappointed, or when the Board member’s membership of their own association ends. In addition, Board membership shall end if the Board member is appointed as audit committee member or if the Board member fails to attend two consecutive Board meetings without good reason and sufficient notice. In case of dispute or confusion, the final decision shall rest with the remaining Board members. In case a Board Member shall resign or its membership terminated, his/her position shall be filled up by the non-elected Board member candidate who received the highest amounts of votes during the last General Assembly meeting. In case there would be no candidates available, the position shall be filled at the next General Assembly meeting. If the number of board members drops below five, it shall remain authorized to act but is obliged to convene a meeting of the General Assembly within two months for the purpose of filling the vacancy or vacancies.

10. The Past President maintains continuity of knowledge and procedures in the transition from one Board to the next. The Past President is entitled ex officio to attend the meetings of the Board, with a consultative role, without holding voting rights. The Past President is not a Board Member. The Board is obliged to inform the Past President of the Meetings of the Board and invite him/her. The Past President’s comments shall be noted like any other Board Members.

11. The Board shall be convened by the President or by the majority of the Board Members.

Article 8 - Board tasks and responsibilities

1. Unless the articles of association stipulate otherwise, the Board is charged with managing the Association.
2. The Board supervises compliance with the articles of association and regulations, as well as resolutions adopted by the Association.
3. Following the General Assembly’s approval, the Board shall be authorized to adopt resolutions to enter into agreements for acquiring selling or encumbering registered property as well as agreements under which the Association commits itself as surety or co-debtor, warrants performance by a third party or undertakes to provide security for a third-party debt.
4. In cases not provided for by the articles of association, the Board may delegate the daily management of the association as well as the representation of the association with regard to third parties concerning this management, to one or more individual, member or not, acting alone or jointly and named “Office manager”.
5. In instances of delegation, the Board lays down the special powers and remuneration attached to these duties.

Article 9 – Representation outside the daily management

1. The Board shall represent the Association.
2. The Association shall also be represented with regard to third parties and in justice and in all deeds, including those where a public official or ministerial officer intervenes by two Board members acting jointly, one of which being one of the following persons: the president, the vice-president, the secretary or the treasurer. They would in no circumstances be required to justify a prior decision of the Board of Directors.
3. The Board or two Board members acting jointly, subject to the provisions of paragraph 2, may authorize another Board member or third party in writing to represent the Association in such situations and under such conditions as evidenced by the written authorization provided.
4. The representative authority of the Board and the Board members acting jointly cannot be restricted or rendered conditional. The representative authority of people who have been authorized can be restricted and/or rendered conditional with regard to the nature and scope of the authorization.
5. People who have been granted representative authority either under these articles of a pursuant to a written authorization shall not exercise this authority until the Board has adopted a resolution to perform the relevant juristic act.

Article 10 – Committees and Experts

1. During the process of the ECPC Board elections, Full Members and Associate Members can each suggest to the ECPC Board one candidate to be considered for the list of ECPC experts. Following these nominations, the ECPC Board can create a list of ECPC experts, being individuals satisfying one or more of the following criteria:
   a. Proven understanding of cancer patients’ needs;
   b. Knowledge of key scientific, economic, social topics related to the needs of cancer patients;
   c. Record of previous engagement in favour of cancer patients, in line with ECPC’s objectives.

The list of ECPC experts will be renewed at each ECPC Board election. The number of ECPC experts
on the expert list will not exceed the total number of ECPC “full members” and “associate members”.

2. The Board is authorized to establish an “Audit Committee”, a “Scientific Committee” and The “Friends of ECPC” Committee as well as any permanent and temporary other committees and to appoint, suspend and dismiss their members.

3. The General Assembly may submit a proposal to the Board to establish or disband a committee.

4. The position of committees is provided for in more detail in the General Regulations.

5. The “audit committee” consists of three members to be elected from its members by the General Assembly. “Full members” and “associate members” can be appointed as members of the audit committee. A majority of full members shall compose the Audit Committee. The audit committee is charged with the activities outlined in article 12. An audit committee member cannot simultaneously sit on the Board. The ECPC Audit Committee shall elect a Chair from its midst.

   a. The members of the audit committee shall be elected at the same General Assembly meeting as the Board and shall have terms which coincide with Board member terms.

      i. The term of office of members of the audit committee shall not be longer than for two consecutive terms.

      ii. After consulting the Board, the audit committee may call in the assistance of an external expert. If the audit committee and the Board fail to reach an agreement on the associated costs, the General Assembly shall decide.

6. The “Scientific Committee” consists of at least three and maximum five ECPC experts. Only ECPC experts can be appointed as members of the Scientific Committee. The Past President is a member ex officio of the Scientific Committee and is the Chair of the committee. In the event that the Immediate Past President renounces this position, the Scientific Committee is chaired by a person nominated by the ECPC Board. The Chair of the Scientific Committee must be a Board member or an ECPC expert. The Scientific Committee is a consultative body to the Board. The Board will consult the Scientific Committee for the research activities and the scientific issues of the association, in line with the norms fixed by the General Regulation.

   a. Members of the Scientific Committee shall be nominated by the Board and shall have terms which coincide with the Audit Committee. Each ECPC Member can suggest candidates for the Scientific Committee, among the ECPC Experts;

   b. The resolutions adopted by the Scientific Committee do not bind the Board.

Article 11 – Accounting and finances

1. The Association’s financial year coincides with the calendar year.

2. The Association’s funds consist of contributions from full members, contributions of associate and expert members, and other contributions from sponsorship, donations, legacies, subsidies, and other income. Inheritances and legacies can only be accepted with the benefit of inventory.

3. Members are required to pay the membership fee and other contributions set by the General Assembly.

4. If a membership ends in the course of the financial year, the member shall still owe the membership fee and contributions for the entire year, unless the Board decides otherwise.

5. Board members, committee members and any other officers yet to be designated shall receive a reimbursement for appropriate, pre-agreed costs incurred for the Association by these members on submission of relevant receipts.

Article 12– Rendering account

1. The Board is obligated to keep accounts of the Association’s financial position and everything related to the Association’s activities, in accordance with the requirements arising from these activities, and to keep the associated books, documents and other data carriers in such a way that the Association’s rights and obligations can be inferred there from at all times.

2. Annually, within six months of the end of the financial year, the Board shall draw up the Association’s clear image on ECPC assets and statement of income and expenditure.

3. At the General Assembly meeting to be held within six months of the end of the financial year, the Board shall issue an annual report on the Association's state of affairs and the policy pursued.

4. The Board shall submit the clear image on ECPC assets and statement of income and expenditure with explanatory notes to the General Assembly for approval. These documents shall be signed by the Board members. If any Board member has not signed the documents, this shall be noted and the reasons therefore stated.

5. The General Assembly may extend the term referred to in paragraph 3 by a maximum of five months.

6. After the original or extended period, each member may demand at law that the joint Board members fulfil their obligations.
7. The Board's annual accounts are audited annually by the audit committee. The Board is required to provide the audit committee with all information that it requires for its audit, to show on request the cash and securities, and to make the Association's books, documents and other data carriers available for perusal. After consulting with the Board about the associated costs, the audit committee may call in the assistance of an expert.

8. The General Assembly shall approve the clear image on ECPC assets and statement of income and expenditure after taking cognizance of the audit committee's report. Approval shall be deemed to discharge the Board members from liability for all acts evidenced by those documents.

9. Clear image on ECPC assets, statement of income and other financial report documents as approved by the General Assembly shall be publicly disclosed.

10. The clear image on ECPC assets and statement of income and expenditure with explanatory notes shall be committed to paper and be saved. If the accounts are kept on a computer system, the data stored on a data carrier - with the exception of the written clear image on ECPC assets and statement of income and expenditure - can be copied to and stored on another data carrier. This data must then be copied in such a way that the data is displayed accurately and in full, and the data must remain accessible during the full storage period and be capable of being rendered readable within a reasonable period of time.

11. The Board is obligated to retain the books, documents and other data carriers referred to in this article for a period of seven years.

**Article 13 - General Assembly**

1. The General Assembly consists of all the members of the association duly represented by their legal representative.

2. Only full members are entitled to vote at the General Assembly.

3. Each member may be represented by another member. Number of proxies per present Member at the General Assembly is limited to one. Proxies are only allowed within the same Membership type.

4. Board members do not have voting rights on the General Assembly.

5. The General Assembly shall be chaired by the president of the Board or, in his or her absence, a vice-president. If no vice-president is present the meeting shall be chaired by another Board member.

6. The General Assembly shall convene in one of the larger cities in an EU member state, at a location to be determined by the Board.

**Article 14 – Agenda**

1. The General Assembly of the Association shall be convened by its Chairperson and shall meet at least once a year.

2. An extraordinary General Assembly may be convened whenever the Board judges it necessary or one third of the Full Members inform the Chairperson that they would like to organize an extraordinary General Assembly.

3. Together with the convening notice for the General Assembly meeting, the provisional agenda will be brought to the attention of the full, associate and expert members by publishing it in a public notice and sending it to them. The definitive agenda shall be published or sent at least **four weeks** before the day on which the General Assembly meeting is held.

4. The agenda for the Annual General Assembly meeting shall in any event contain:
   a. Adoption of the minutes of the previous General Assembly meeting;
   b. The Board's annual report;
   c. The Board's financial report;
   d. The report of the Association's audit committee;
   e. The report of the Association’s scientific committee;
   f. Adoption of the clear image on ECPC assets and statement of income and expenditure for the past financial year;
   g. Determining the membership fee of full members;
   h. Determining the contributions of the associate members and any other contributions;
   i. Adoption of the budget for the next financial year;
   j. The granting of discharge to the Board members;
   k. The filling of vacancies in the Board;
   l. Adoption of the list of ECPC experts;
   m. Any other business.

5. No later than three weeks before the day of the General Assembly meeting, at least nine members may submit a proposal or an amendment to the Board in writing and add it to the agenda. The proposal or amendment must be provided with explanatory notes. If the General Assembly believes that a proposal or amendment is too far-reaching to be dealt with by the General Assembly, the General Assembly may decide to discuss the proposal or amendment at the next General Assembly meeting.
6. The General Assembly may not adopt resolutions about proposals that are not on the agenda, unless the General Assembly decides otherwise by regular majority.

Article 15 – Resolutions
1. The provisions of this article apply to all resolutions adopted in the Association by the Board, the General Assembly or a committee. Paragraph 9 applies only to resolutions adopted by the General Assembly.

1. The chairperson of a body or committee shall chair the meeting. The chairperson shall determine the order of the meeting subject to the meeting’s right to make changes. Subject to the provisions of this article, the chairperson shall determine the voting method.

2. Unless the articles of association or regulations provide otherwise, resolutions shall be adopted at meetings by a regular majority of the votes cast. ‘Majority’ shall be understood to mean no more than half of the votes cast by members holding the right to vote, rounded up if necessary. If the votes are tied, no majority shall have been secured.

3. Votes cast by a suspended member holding the right to vote are invalid Abstentions and votes stating something other than required for the vote in question are also invalid. To calculate a majority, the invalid votes shall be subtracted from the total number of votes cast, after which the required majority shall be calculated in relation to the remainder.

4. Unless the articles of association provide otherwise, each member holding the right to vote shall cast one vote at the relevant meeting. Each member having voting rights has the power to be represented by another member at the general meeting and, to that end, ground a power of attorney (written or in electronic form) in order to vote on his behalf.

5. Votes concerning people are cast by secret ballot. Votes concerning business matters are cast in polls by raising hands or by acclamation. In either case, the meeting may decide to vote in a different manner than prescribed. Votes shall in any event be cast by ballot if a member holding the right to vote requests a vote by ballot.

6. If, in a vote concerning people, none of the candidates obtains a regular majority in the first round, a second round will be held between the candidates who obtained the largest number or the largest and second largest number of votes. If the votes are tied in the second round a third round shall be held. The candidate who obtains a regular majority in the second or third round or who is designated by lot after a third round shall be appointed.

7. If the votes concerning a business matter are tied, a second round will be held. If the votes are tied again, the item will be placed on the agenda for the next meeting.

8. When voting by ballot at the General Assembly meeting the chairperson shall establish an “electoral committee” consisting of the representatives of three members who may not be Board members. The electoral committee shall check the validity of the votes cast, calculate the result and report to the meeting’s chairperson.

9. The chairperson’s judgement of the result of the vote is final. The same applies to the content of the resolution adopted, if a non-written proposal was voted on. If the accuracy of the chairperson's judgement is disputed immediately after its pronouncement, the resolution to be adopted shall be recorded in writing and a new vote shall be held if the majority of the meeting so requires or, the original vote not having been held by poll or ballot, if a member holding the right to vote so requires. This new vote shall annul the juristic effects of the original vote.

10. The Resolutions of the Board shall be distributed to all Members of the Board.

11. The minutes of the General Assembly are established by the Chairperson of the Association under the authority of the General Assembly and shall be circulated to all Members within two weeks after the General Assembly.

12. The Resolutions of the Board and the minutes of the General Assembly have to be archived and be accessible to all Members at the Association Office.

Article 16 – Regulations
1. The Association's organization as well as the duties and authorities of its bodies and committees are laid down in regulations.

2. Regulations must not contravene the statute of association.

3. The Association shall at least have a “General Regulation”.

4. Regulations shall be adopted by regular majority and amended by the General Assembly.

5. New regulations and amendments to regulations shall take effect on the fourteenth day on which the General Assembly decided to adopt or amend the regulations. The articles of association, a regulation or a resolution of the General Assembly may stipulate a different effective date, but only after this has been published in an official notice. The members shall be informed of a new by-law or amendment to a by-law in an official notice or in another manner, stating the effective date.
6. In cases not provided for by the statute or general regulations, the Board shall decide.

**Article 17 - Amendment to the statutes of association**

1. On a proposal from the Board, the General Assembly may modify the Statute of the Association.
2. The Board must bring any proposals for the modification of the Statute to the attention of the Members of the Association at least four weeks prior to the date of the General Assembly that will resolve thereon.
3. Modifications to the Statute and the dissolution of the Association are decided upon by a two thirds voting majority of the members present or represented at the General Assembly convened for this purpose.
4. Any alteration or expansion of objectives and activities mentioned in Article 2 shall require the king’s formal approval.
5. Any modification of the Statutes Articles mentioned in Article 48, 5° and 7° of the Belgian Law shall be done by Belgian notary’s act.
6. Any modification of the Statutes shall be published in the Annexes of the Moniteur belge.

**Article 18 - Dissolution and liquidation**

1. A resolution to dissolve the Association may only be adopted at a General Assembly meeting specifically convened for the purpose. Paragraphs 1 up to and including 3 of article 17 shall then apply.
2. If the General Assembly has decided to dissolve the Association, the Board members shall act as liquidator, unless the General Assembly assigns the liquidation to a third party.
3. Following the Association's dissolution, any credit balance shall accrue to an association with a similar objective to be designated by the General Assembly. The credit balance may not accrue to former or current members.
4. Following the decision to dissolve the Association, it shall continue to exist in so far as this is necessary to liquidate its assets. During the Association's liquidation, the provisions of the statutes of the Association shall remain in force wherever possible.
5. The liquidation shall end as soon as there is no credit left that the liquidator is aware of.

**Article 19 - Applicable law**

The Board shall distribute an English translation of the statute.
In case of any inconsistencies between the French and English texts, the French text shall prevail.
All questions not covered by these Statutes or by any regulations made for their application shall be settled in accordance with Belgian law.