

Articles of Association
**“Friends and Sponsors of Medical Information Technology, registered
association”**

Preface

Medical technology is an industrial sector characterised by rapid change and short development times. In order for the German industry to be competitive internationally, it needs to be closely linked with university research institutes so that current research results can be quickly communicated and transferred to it. Transferring such knowledge into practical application, in turn, demands that universities offer continued education and cooperation with industrial partners. Furthermore, appropriate platforms are needed to inspire scientists to formulate new scientific tasks and to prepare research assignments.

Such platforms are also important to offer active junior scientists a high-quality and practical education. In particular, what can bring about a lasting effect on the quality of this education is establishing and managing the individual dialogue and the immediate exchange of experience between the active scientific juniors at the university chairs and members of the former university and institutes.

In order to take account of this important and extensive task, an institution will be created to support research and instruction in the area of medical information technology and will have the name

**“Friends and Sponsors of Medical Information Technology, registered
association”.**

§1 Name, Registered Location

1. The association has the name "Friends and Sponsors of Medical Information Technology".
2. The association's headquarters are located in Aachen, Germany, and it is registered in the register of associations. After this registration it has the additional title "registered association".

§2 Purpose of the Association / Allocation of Resources

1. The association shall solely and directly pursue scientific objectives within the meaning of the Chapter "Tax-Exempt Objectives" of the Regulation of Taxation.
2. The association aims to promote science and research in the field of medical information technology, in particular, to assist in conducting academic events and research projects at the Chair of Medical Information Technology of the RWTH Aachen University. Moreover, the association has set itself the task of simplifying the contact between its members and the Chair of Medical Technology as well as within the association itself.
3. The association effectively pursues its objectives by
 - a. promoting instruction for the Chair of Medical Information Technology's areas of responsibility within the scope of the university's operations and according to its principles,
 - b. promoting and granting assistance for research and development within the scope of the Chair of Medical Information Technology's tasks and for solving problems,
 - c. promoting and conducting colloquia, symposia and exhibitions, which the chair in its areas of responsibility organizes, or in which the chair participates,
 - d. promoting scientific work by awarding research assignments,
 - e. granting assistance for printing scientific work, bibliographies, instruction manuals and brochures,
 - f. promoting travel to professional presentations, trade exhibitions and fairs and to visit objects that fall within the chair's scope of tasks and interests, and
 - g. awarding stipends to particularly talented and needy students and doctoral candidates.
4. The association pursues its goals neutrally and independently. It operates for the public good; it is first and foremost a not-for-profit organisation.
5. The funding of the association may only be used for purposes defined in these articles of association. The members do not receive any financial benefits from the finances of the association.

6. No person may be favoured by expenditures that are foreign to the purposes of the association or by disproportionately high remuneration.

§3 Membership

1. The association has regular members and honorary members.
2. Natural persons and legal entities may be admitted as regular members of the association, as long as their purpose, activity or professional interest is in connection with § 2 of these articles.
3. Honorary members can be natural or legal entities. They have full membership rights.
4. All members are obliged to follow the articles as well as the resolutions made within the scope of the articles and to support the association in its fulfilment of the tasks set forth in the articles to the best of their ability.

§4 Beginning and Ending Membership

1. Full membership can be obtained by submitting a written application to the board. The application can occur at any time; the board decides on admittance. If the board decides against admittance, an appeal can be made to the general meeting within a month of receipt of the written rejection. The general meeting decides on the rejected membership application with simple majority.
2. Honorary members are appointed by suggestion of the executive board through the general assembly meeting.
3. Membership expires through resignation, expulsion, death or dissolution of the legal entity.
4. The resignation shall take place via written declaration submitted to an authorized member of the board of directors. The written declaration of resignation is only allowed at the end of a business year and must be received by the board at least three months before the end of a business year.
5. A member may only be expelled for an important reason. Important reasons are, in particular, behaviour damaging to the association, violation of statutory tasks or contributions in arrears of more than one year. The expulsion can be made in written or oral form by a decision of the board. Within one month of receipt of the expulsion resolution, the expelled member may submit an appeal to the board. The general meeting shall make the final decision with a simple majority.

§5 Membership Fees

1. The regular members shall pay an annual membership fee, the minimum level of which is set by the general meeting.
2. The annual fee is due in the first quarter of the calendar year, or immediately upon admission. Members who join the association in the course of the business year contribute the full annual fee.
3. The general meeting decides if the annual fee shall be adjusted. If no such decision is made, the fee rates from the previous year apply.
4. The board can defer, reduce or waive the membership fees for members.
5. After resignation, a member does not have a claim to reimbursement of any payments or donations already made.
6. Honorary members can be exempted from paying membership fees.

§6 Bodies of the Association

1. The bodies of the association are
 - a. the general meeting and
 - b. the board.

§7 General Meeting

1. The general meeting is the uppermost body of the association; it takes place at least once a year. The general meeting is summoned in written form by the chairman/woman with at least two weeks' notice and includes notification of the agenda. The time limit begins on the day after the invitations are sent. The invitation is considered to be sent to the members if it is directed to the last address known to the association.
2. Fixed agenda items are
 - a) acceptance of the last written minutes,
 - b) selection of the keeper of the minutes,
 - c) report of the chairman/woman,
 - d) report of the treasurer,
 - e) report of the accounts auditor,
 - f) discharge of the board,
 - g) election of new board members, if necessary,
 - h) election of two treasurers, if necessary, and
 - i) establishing the membership fees, if necessary.
3. Minutes of the general meeting are to be written, which are to be signed by the chairman/woman and the keeper of the minutes.
4. The general meeting is not open to the public.

§8 Quorum of the General Meeting

1. The general meeting basically constitutes a quorum regardless of the number of members present.
2. Changes to the articles require a two-thirds majority of the members present.
3. The association can only be dissolved with a three-quarters majority of all members. If this majority does not occur after inviting all members in proper form, they must be invited anew with a special notice on the simplified quorum. Only then can the association decide on dissolution with a simple majority of the yes-to-no votes of the members present.
4. Other decisions can be made by the general meeting with a simple majority of the members present. Abstentions are not counted. If a tie occurs, the application is considered as rejected.

§ 9 Extraordinary General Meeting

An extraordinary general meeting can be summoned at any time according to need. It is to be called upon written request by at least one-fifth of the members. In this request, the purpose and reason for convening the meeting must be indicated.

§10 The Board

1. The board consists of
 - a. the chairman/woman
 - b. the second chairman/woman
 - c. the treasurer
2. The members of the board work on a voluntary basis.
3. To be elected into the board, a person must be a member of the association. The board members are elected for a term of two years by the general meeting. They remain in office until a successor has been elected. The board leads the association and conducts its business activities according to the decisions made by the general meeting.
4. The board decides on the statutory use of the contributions and donations. The board makes its decision with a simple majority; in the case of a tie, the vote of the first chairman/woman breaks the tie. The resolutions can also be passed in written procedure.
5. The board is empowered to carry out changes to the articles, which are legally requested or ordered by the Court of Registration by other

authorities. These changes to the articles are to be made known to all association members without delay.

6. The first chairman/woman presides over the general meeting; the second chairman/woman does this if the first is prevented from doing so.
7. The treasurer maintains records on the revenues and expenditures of the association. He or she collects the fees, settles payments upon written orders of the first chairman/woman, or second if the first is prevented from doing do.
8. The first chairman/woman, if prevented then the second, represents the association in and out of court. They are the board as defined under section 26 of the German Civil Code. For internal affairs of the association, the second chairman/woman may only be active if the first chairman/women is prevented from being present or on his/her behalf.
9. If a member of the board withdraws from the board or the association before a successor can be elected, the board can elect a replacement member for the remaining period of office with a simple majority. If the chairman/woman or his/her representative withdraws, the board then names a successor from the circle of other board members or summons a general meeting.

§11 Financial Reporting

1. The general meeting elects at least one accounts auditor who shall be active for the duration of one year.
2. The accounts auditor may not be a member of the board.

§12 Business Year

The business year corresponds to the calendar year.

§13 Dissolution

1. The general meeting may decide if the association should be dissolved.
2. In case the association is dissolved or tax-privileged purposes cease, the assets of the society shall be turned over to the Chair for Medical

Information Technology at the RWTH Aachen University; they are to be immediately and exclusively used for scientific purposes.

3. The liquidation occurs by the board insofar as the general meeting does not decide otherwise.

§14 Other

As a means of communication in the association, e-mail is considered to be equal to written form.

These articles were adopted and signed by the founding members on 28 October 2009 in Aachen.

Aachen, 28 October 2009