

§ 1 Name, Seat, Legal Status

- (1) The name of the society is "European Academy of Andrology" (hereinafter referred to as EAA). EAA is an international society of scientists and clinicians active or interested in andrology. Andrology is defined as a branch of science and medicine dealing with male-specific health problems, especially reproductive and sexual functions under physiological and pathological conditions. Included in this definition shall be all related specialized branches of science and medicine. The territorial scope of EAA is worldwide, with a clear emphasis on Europe.
- (2) EAA is seated in Münster, Germany. The General Assembly may decide to transfer the seat to another European city in the future.
- (3) EAA is registered in the register of associations of the respective local court and has the additional designation "e.V."

§ 2 Accounting Year

The accounting year is defined as the calendar year.

§ 3 Non-profit status

- (1) EAA pursues only non-profit aims as defined by the paragraph "tax-privileged purposes" of the Public Tax Law in Germany.
- (2) Any profits can only be used for purposes in agreement with the statutes. The members receive no shares of any profit. No person shall profit from expenses alien to the purpose of EAA or by inappropriately high remunerations.
- (3) Members of the official organs of EAA are entitled to claim compensation for costs and expenses incurred concerning their efforts for the Academy. The Treasurer and the Executive Council can decide on an appropriate compensation for the time expenditure.

§ 4 Objectives

- (1) The purposes of the EAA are:
 - to support science and research in andrology and related fields,
 - to support public health,
 - to support general, public and specialised andrology education,
- (2) These aims of EAA should be achieved by the following activities:
 - To take all measures required to raise the scientific standards of andrology in Europe by encouraging basic research in all fields of andrology and focusing this work on areas of clinical importance and need, including male contraception.
 - To frame guidelines for national and European directives concerned with the qualifications and training of andrologists.
 - To establish a clinical training programme for physicians who wish to become specialists in andrology.

- To publish an international journal with a high scientific standard.
 - To encourage a dialogue between scientists and clinicians active in the field of andrology and to organize every two years a European Congress of Andrology, and other scientific meetings.
 - To develop strategies for increasing public awareness of andrology and the special problems relating to male-specific health problems, including male fertility, fertility disorders, male cancers, sexual dysfunction and contraception.
 - To support other tax-privileged national or international associations and corporations non-materially or financially within the aims described under §4.
- (3) For realization of the non-profit purposes, the EAA can cooperate with auxiliary persons and can become member of other associations and corporations.

§ 5 Membership

(1) Regular members

Regular membership is open to scientists, clinicians, technical assistants and nurses with interest in andrology. The EAA administration confirms the application. Regular members may become Academicians upon application if the criteria defined in §5(2) are met.

(2) Academicians

Academicians are a selected group of regular members with an international high recognition and academic reputation in andrology. Regular members may apply to become Academicians after at least two years of regular EAA membership with paid fees. The application for the status of Academician must be supported by two Academicians. To ensure international reputation, one of the supporting Academicians should be from a different country than the applicant. The application must be accompanied by a curriculum vitae with a list of publications. In exceptional cases, the title of an Academician can be obtained immediately. The Executive Council decides on the eligibility of the candidate as Academician.

(3) Supporting members

Supporting membership may be conferred on individuals, companies, corporations or foundations wishing to support the activities of EAA financially and in other ways. The Executive Council decides on membership.

(4) Honorary Academicians

The title of Honorary Academician may be conferred for distinguished services in andrology. The Executive Council decides about proposals for honorary membership.

§ 6 Membership fees

- (1) Membership fees are due annually.
- (2) The fees are fixed by the Executive Council. Only substantial fee increases (>10%) must be approved by the General Assembly.
- (3) Honorary members will not pay a fee.

§ 7 Termination of membership or expulsion from EAA

- (1) Membership shall be terminated by withdrawal or expulsion. For individual members it shall also be terminated by death and for juridical persons by dissolution of the same.

- (2) Members are permitted to withdraw their membership. Withdrawal of membership must be declared to the EAA administration. It becomes effective at the end of the calendar year.
- (3) The membership is automatically terminated if a member fails to pay dues for 2 consecutive years. The membership can be reinstated upon payment of the dues and a notification to the Treasurer or the EAA administration.
- (4) Members working against the interest of EAA may be expelled from the Society by a two-thirds vote of the Executive Council.
- (5) Before action is taken the member must be permitted to present his case to the Executive Council. The member has to be informed about the decision in writing.

§ 8 Rights and responsibilities of the members

- (1) Members are entitled to participate in all activities of EAA, including access to the official journal.
- (2) Members are obliged to support the aims of the Academy and to omit all actions with negative effects relating its reputation. The decisions of the EAA have to be respected.
- (3) The members should keep their personal information updated, either by informing the EAA administration or by using interactive membership database.

§ 9 Official organs of the EAA

- (1) Official organs of EAA are:
 - General Assembly
 - Executive Council and
 - Officers.
- (2) The General Assembly can decide on the establishment of further organs of the Academy.

§ 10 General Assembly

- (1) A General Assembly of the members shall take place when required by the interests of the EAA. The Assembly shall, as a rule, be held in connection with a European/International congress or meeting of andrology and shall take place at least every 2 years. A General Assembly or can be held using a tele-conference platform, if meeting in person is not possible. On the request of the Executive Council or one-tenth of the regular members the officers shall summon an extraordinary General Assembly.
- (2) The Assembly shall be summoned at least six weeks in advance. For the invitation the signature of one EAA officer is sufficient. The invitation shall contain the agenda.
- (3) The members can request changes or modifications of the agenda within two weeks after the invitation in written form to the officers. The members have to be informed as soon as possible but at least 10 days before the General Assembly about the modified agenda.
- (4) The decisions of the General Assembly will be documented in the minutes which will be drafted by the rapporteur and signed by the chairman and the secretary. The chairman of the General Assembly is the President or, in his absence, another member who has been elected by the General Assembly by simple majority. The rapporteur is the

- Secretary or another person who has been elected by the General Assembly by simple majority vote.
- (5) All regular and honorary members have one vote concerning all aspects of EAA. Each supporting member is entitled to delegate one representative with one vote for the General Assembly.
 - (6) Election of officers and other members of the Executive Council can be by secret ballot or open vote, and in person or by internet. If necessary, elections can be held by electronic voting in-between General Assemblies, with a 4-week notice. Other issues shall be decided by open vote or by secret ballot, if decided by the Executive Council and a simple majority of the General Assembly. Every General Assembly properly summoned shall constitute a quorum regardless of the number of members present in person or by remote connection if a teleconference mode is necessary.
 - (7) The General Assembly shall at the meeting:
 - Receive a report from the President and the Secretary concerning the activities of EAA since the last General Assembly.
 - Receive and endorse a report from the Treasurer and from the Auditors including a statement on the balances of the accounting years.
 - Decide regarding discharge from liability of the officers for the respective accounting years.
 - Elect from the candidates the President, Secretary and Treasurer. Nominations for the officers from among the Academicians, must have been received by the Secretary at least 6 weeks before the commencement of the General Assembly or election by electronic voting. The elections are based on majority votes. If in the first counting no candidate receives the majority, the candidate receiving most votes in the second round between the two top candidates shall be elected.
 - Elect four members of the Executive Council with due regard to a geographical and scientific representation. Nominations are proposed before or at the General Assembly. Executive Council members are eligible for a second term.
 - Determine potential financial compensation for the Officers and Executive Council members concerning their expenditure of time.
 - Elect two auditors (not being officers or members of the Executive Council) who will present their reports at the following General Assembly.
 - Vote on the bid(s) for the next European Congress of Andrology
 - Consider other matters which arise from the objectives stated under §3.

§ 11 Executive Council

- (1) The affairs of the EAA shall be managed by an Executive Council between meetings of the General Assembly.
- (2) The Executive Council shall consist of the three officers of the Academy (President, Secretary, Treasurer), four members elected by the General Assembly, the immediate Past-President and the Editor-in-Chief of the Journal.
- (3) The Executive Council has the following duties:
 - To determine the activities of the EAA in accordance with the stated objectives (see §4).

- To decide on membership applications and the Academician status.
 - To nominate and confirm the Editor-in-Chief of the Journal who will become a member of the Executive Council ex officio.
 - The Executive Council will oversee the affairs of the journal as outlined in the publication bylaws.
- (4) The Executive Council may entrust individuals or establish committees to conduct specific tasks (e.g. education, publication, accreditation, public awareness, nomination committees).
 - (5) Each member of the Executive Council shall have the right to one vote. Decisions of the Council shall be taken by majority vote. In the event of a tied vote the President shall cast the deciding vote.
 - (6) The Executive Council shall be free to hold its meetings wherever and whenever it wishes, preferably as tele-conferences or in connection with congresses or educational events. The absentees should participate in important decisions by casting votes by email.
 - (7) The Officers can occasionally hold separate meetings but should send the minutes to other Executive Council members.
 - (8) A meeting of the Executive Council may be summoned at the request of the President or of four other members of the Executive Council.
 - (9) The Secretary shall notify all members of the Executive Council of a meeting at least 2 weeks in advance. The agenda shall be circulated to the Council members at least 3 days in advance of the meeting.
 - (10) The meetings and decisions shall be noted in the minutes by the Secretary. The minutes are approved by the President and the Secretary and shall be sent to all Executive Council members.

§ 12 Officers

- (1) President, Secretary and Treasurer are the officers of the EAA. The President and one officer jointly are entitled to represent EAA.
- (2) The first term of office shall last for 4 years. Re-election is possible once; either for 2 or 4 years, which should be clarified prior to the election.
- (3) Contracts, documents or any instruments in writing requiring the signature of EAA shall be signed by the President and one other officer and all contracts, documents and instruments in writing so signed shall be binding upon EAA without further authorization.
- (4) In the absence of the President, the Secretary shall preside over Executive Council and General Assembly meetings.
- (5) Should the President leave office before the end of the official term, the Secretary shall become temporary president until the Executive Council can appoint a successor to finish the current term. This appointed president remains electable for full term by the next General Assembly meeting.
- (6) The officers shall be responsible for the management and representation of the EAA.
- (7) The officers execute the decisions of the General Assembly and the Executive Council and perform all tasks assigned by the statutes and all administration business in own responsibility.

- (8) The officers represent the EAA in court and extrajudicial in all EAA-related matters (regarding § 26, paragraph 2, BGB).

§ 13 Modification of the statutes, winding-up the EAA and use of the EAA property

- (1) Modification of the statutes and dissolution of EAA require a two third majority of the General Assembly and can only be decided upon if the Executive Council has proposed the modification or dissolution to the General Assembly.
- (2) In the case of dissolution of EAA the current officers act as liquidators.

In the case of dissolution of EAA or discontinuation of its original purposes any remaining funds are transferred to an international non-profit (e.V.) organisation *Médecins sans Frontières*.

§ 14 Effectiveness

This revised version of the Statutes is effective since the approval by the General Assembly, dated 8 December 2020.