

# Statutes for the European Academy of Andrology

## § 1 Name, Seat

- (1) The name of the society is "European Academy of Andrology" (hereinafter referred to as EAA). EAA is an association of scientists and clinicians active or interested in andrology. Andrology is defined as the branches of science and medicine dealing with reproductive functions of the male 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.

## § 2 Legal Status, Accounting Year

- (1) EAA is registered in the register of associations of the respective local court and has the additional designation "e.V."
- (2) The accounting year is defined as the calendar year.

## § 3 Objectives

- (1) EAA pursues only non-profit aims as defined by the paragraph "tax-privileged purposes" of the Public Tax Law in Germany.
- (2) The purposes of the academy are:
  - to support science and research,
  - to support public health, and
  - to support general, public and specialised education.
- (3) 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 commissions 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 scientific meetings in Europe.
  - To develop strategies for increasing public awareness of andrology and the special problems relating to male fertility, fertility disorders and contraception.
- (4) For realization of the non-profit purposes, the EAA can cooperate with auxiliary persons and can become member of other associations and corporations.
- (5) Any profits can only be used for purposes in agreement with the statutes. The members receive no shares of any profit, nor will they receive other compensation. No person shall profit from expenses alien to the purpose of EAA or by inappropriately high remunerations.

- (6) Members of the official organs of EAA are entitled to claim compensation for costs and expenses incurred concerning their efforts for the academy. The member assembly can decide on an appropriate compensation for the time expenditure.

#### **§ 4 Membership**

- (1) Regular members (Academicians)  
Regular membership as an Academician is open to all scientists and clinicians with an international reputation in andrology. The application for membership must be supported by two Academicians. The application must be accompanied by a curriculum vitae and a list of publications. The Executive Council decides on the application.
- (2) Affiliates members  
Affiliated membership is open to scientists and clinicians with a clear interest in andrology. The application must be supported by two Academicians and must be accompanied by a curriculum vitae and a statement on the interest in andrology. The Executive Council decides on the application. Affiliated members may become regular members upon application if the criteria are met.
- (3) Associated members  
Associated membership is open to individuals working as technical assistants or nurses to andrologists. Their application must be accompanied by a curriculum vitae emphasizing the applicant's activities related to andrology. The application must be supported by two regular members. The Executive Council decides on the application.
- (4) 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.
- (5) Honorary academicians  
The title of Honorary Academician may be conferred for distinguished services in andrology. The general assembly will decide about proposals for honorary membership.

#### **§ 5 Membership fees**

- (1) Membership fees are due annually.
- (2) All fees are fixed by the General Assembly.
- (3) Honorary members will not pay a fee.

#### **§ 6 Termination of membership**

- (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 in writing (simple letter or email) to the Officers at least 3 months before the end of the respective calendar year. It becomes effective at the end of the calendar year.

## **§ 7 Termination of membership and expulsion from membership**

- (1) If a member fails to pay his/her dues for 2 years, the Executive Council has the right to terminate membership.
- (2) Members working against the interest of EAA may be expelled from the Society by a two-thirds vote of the Executive Council.
- (3) Before action is taken the member must be permitted to present his case to the Executive Council either in writing (simple letter or email) or in person.
- (4) The membership termination or expulsion of a member becomes effective with the decision of the Executive Council. The member has to be informed about the decision in writing (simple letter or email).

## **§ 8 Rights and responsibilities of the members**

- (1) Members are entitled to participate in all activities of academy.
- (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 obeyed.
- (3) The officers have to be informed immediately in writing (simple letter or email) about each change of residence, of name (e.g. due to marriage) or any modification referring address, email address, telephone and fax number.
- (4) As far as the statutes demand written information to the members a simple letter or email is sufficient to fulfil this requirement. This is also due for written information from members to the official organs of the EAA.
- (5) As far as the statutes demand special deadlines, the day of forwarding the information is considered as due date.

## **§ 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 an European/International congress or meeting of andrology and shall take place at least every 2 years. On the request of one-tenth of the regular members the officers shall summon an extraordinary General Assembly.
- (2) The Assembly shall be summoned in writing at least three months 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 four weeks after the invitation in written form to the officers. The members have to be informed immediately but at least 40 days before the General Assembly about the modified agenda. This time period starts from the date of sending.

- (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 all honorary members have one vote. Each supporting member is entitled to delegate one representative with one vote for the General Assembly. Affiliated and associated members may attend the General Assembly, but have no vote.
- (6) Election of officers shall be by secret ballot only. Other issues shall be decided by open vote but, if decided by a simple majority of the General Assembly, by secret ballot. Every General Assembly properly summoned shall constitute a quorum regardless of the number of members present.
- (7) The General Assembly shall at the meeting:
  - Receive a report from the President concerning the activities of EAA since the last General Assembly.
  - Receive a report from the Secretary
  - Receive and endorse a report from the Treasurer and from the Auditors including a statement on the balances of the accounting years.
  - **Decision 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 must have been received by the secretary at least 8 weeks before the commencement of the General Assembly. All regular members can be nominated. 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 shall be elected.
  - Elect from among the regular members by a majority vote of those present four individuals as members of the Executive Council with due regard to a geographical and scientific representation. Nominations are proposed at the General Assembly. Executive Council members will be eligible for a second term.
  - Determine the annual fees for regular, affiliated and associated members.
  - 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.
  - 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) Formation 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 §3).
  - To decide on membership applications.
  - To nominate 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. nomination committee).
- (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. The meeting may be summoned at the request of the president or of four other members of the Executive Council.
- (7) The secretary shall notify each of the members of the Executive Council of a meeting at least 3 months in advance. The agenda shall be circulated to the Council members at least 6 weeks in advance of the meeting.
- (8) 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.
- (9) If the Executive Council cannot meet, decisions may be taken in writing. Six weeks shall be allowed to pass between the sending out of the ballots and the counting of the votes.

## **§ 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 terms of office shall last for 4 years. Re-election is possible once.
- (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 academy.
- (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 academy in court and extrajudicial in all academy related matters (regarding § 26, paragraph 2, BGB).

**§ 13 Modification of the statutes, winding-up the academy 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 case of dissolution of EAA the current officers act as liquidators.
- (3) In case of dissolution of EAA or discontinuation of its original purposes the General Assembly determine a legal person under public law or another tax-privileged institution for using any funds for supporting science and research. Decisions concerning the future use of the funds require approval of the tax office.

**§ 14 Effectiveness**

These statutes were decided on the General Assembly, dated 29.11.2012, and are effective since that date.