

## **“The Czech Alliance against Chronic Respiratory Diseases, a registered association”**

### **THE STATUTES**

#### ***Preamble***

*Being aware of the significant harm which chronic respiratory diseases represent for the human population, we have decided to unite our efforts in establishing an association intended to help in reducing the burden of chronic respiratory diseases among the population of the Czech Republic by its members' joint and coordinated activities.*

*This proclamation has been endorsed by the Preparatory Committee, comprising Prof. Vítězslav Kolek, M.D., Prof. Václav Špičák, M.D., Stanislav Kos, M.D., Vít Petruš, M.D., and Jaromír Musil, M.D., which was established at the initiative of two organisational units of the J. E. Purkyně Czech Medical Association, namely the Czech Pneumological and Phthysiological Society and the Czech Society for Allergology and Clinical Immunology.*

#### **Art. I**

##### **Name, Domicile, Scope, and Nature of the Association**

1. An association titled “The Czech Alliance against Chronic Respiratory Diseases, a registered association” (hereinafter referred to as “the CARO”), is hereby established.
2. The CARO is based in Olomouc, at the Department of Respiratory Medicine, Olomouc University Hospital, I. P. Pavlova 6, 775 20 Olomouc, Czech Republic.
3. The CARO operates on the entire territory of the Czech Republic; it has no subsidiary associations.
4. The CARO constitutes an independent legal entity which maintains contact with both medical professional associations and lay organisations.
5. The CARO declares its support for the Global Alliance against Chronic Respiratory Diseases (GARD) and its activities are pursued under the patronage of the WHO.

#### **Art. II**

##### **Purpose and Activities of the Association**

1. The aim of the CARO is to help in reducing the burden of chronic respiratory diseases (CRDs) among the population of the Czech Republic by developing activities intended to highlight their health, social, and economic impact and promote their prevention, early diagnosis, and effective treatment, involving an interactive relationship between healthcare professionals and patients. The CARO will strive to reinforce the existing CRD-specific surveillance, prevention, and control programmes and all its members will work together to initiate and be actively involved in the development and implementation

of the Czech National CRD Programme. The key activities of the association are defined in the same terms.

2. The CARO seeks to achieve the above objectives by:

- providing information about CRDs as a major medical issue with significant social and economic consequences,
- disseminating information about the pressing nature of CRDs,
- disseminating information about the WHO strategy to tackle CRDs and its acceptance and implementation in the Czech Republic,
- facilitating the collection of data on the occurrence of CRDs, the collection of epidemiological data, and estimates of the burden imposed by CRDs on society,
- participating in events designed to enhance the expertise of physicians and other healthcare professionals,
- being actively involved in the education of the general public about the diagnosis, treatment, and prevention of CRDs,
- scaling up activities concerning CRD-specific monitoring, surveillance, prevention, and control,
- working together to develop a CRD prevention and early diagnosis system,
- lobbying for a healthy environment and non-smoking behaviour.

3. Resources to facilitate the implementation of the objectives include:

- mutual communication, exchange of information, and support among the members of the CARO in pursuing their respective activities,
- partnership in hosting congresses focused on the postgraduate level of education,
- partnership in hosting other events of a mainly informational and research nature, congresses, symposia, and seminars,
- publishing of professional printed matter,
- liaison with other national associations, e.g. the professional societies of the J. E. Purkyně Czech Medical Association, and international organisations, such as the WHO,
- liaison with governmental agencies, health insurers, and the Czech Medical Chamber.

4. The CARO is entitled to engage in secondary economic activities involving business or other such for-profit activities, but only if the purpose of such activities is to support the core activity of the association or to make economical use of its assets.

### **Art. III Membership of the CARO**

1. Individuals and legal entities can have three types of membership status: ordinary, international, and honorary.

- Any individual above 18 years of age residing in the Czech Republic who wishes to provide the CARO with any support can become an ordinary member.
- Any legal entity with its registered office in the Czech Republic which wishes to provide the CARO with any support can also become an ordinary member. Such a legal entity will authorise a representative to be responsible for the collaboration with the CARO.
- Any individual or legal entity with a domicile or registered office outside the Czech Republic can become an international member of the CARO.

- An individual found by the Board to have contributed significantly to the development of the field can become an honorary member of the CARO.
2. A person applies for ordinary and international membership on the basis of a written request submitted to the CARO Board. A membership application must include the candidate's personal details as specified in the table below and the statement below must be signed by the applicant.

The application is then considered by the board and if granted, both the existing and candidate members are informed thereof.

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**Membership application specimen**

Name of the organisation and the name of its representative/name and surname including academic degrees	ID No./Birth Reg. No.
Street address	Town/city
Postal code	Citizenship
e-mail	Telephone
Description of activities	Affiliation with professional organisations

1. I am applying to be accepted as an ordinary/international member of the CARO association.
2. I hereby affirm that the information I have provided is true and complete.
3. I also declare that I authorise the CARO association to process my personal data to the extent specified above for the maintenance, processing, and storage of personal data, in accordance with Act No. 101/2000 Coll., on the protection of personal data, and Act. No. 480/2004 Coll., on certain information society services.

Date, place, signature (stamp, as applicable)

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3. The membership is deemed terminated
  - as of the date of the CARO Board having received a member's written notice of his or her withdrawal,
  - as of the day of a member's death,
  - as of the day of a decision of the General Meeting about the expulsion of a member from the CARO. A proposal for a member to be expelled from the CARO is filed in writing by any other member after the latter has learnt about a severe infringement on the part of the former of a medical or ethical nature or his or her acting against the interests of the CARO. The decision about the expulsion of a member will be delivered to the person to be expelled by the Chair of the Board. Within 15 days of the receipt of the decision of expulsion a member can apply for a review thereof by the CARO Board.
4. An ordinary member has the right to:
  - participate in the activities of the CARO and be informed about such activities,
  - participate in the General Meeting,

- be present at Board meetings,
  - vote for members of the CARO bodies and be elected as a member of them,
  - submit proposals, ideas, and comments concerning the activities of the CARO,
  - be involved in the determination of the objectives and forms of the activities of the CARO.
5. An ordinary member has the obligation to:
    - comply with these Statutes and act in accordance with the objectives of the CARO.
  6. An international member has the rights and obligations of an ordinary member, with the exception of the right to vote for members of the CARO bodies and be elected as a member of them.
  7. An honorary member has the rights and obligations of an ordinary member.

#### **Art. IV General Meeting**

1. The General Meeting is the supreme body of the association. It is convened at least once per year.
2. The General Meeting is convened by the Chair of the Board. The General Meeting has a quorum if a majority of all the CARO members is present. If the General Meeting does not have a quorum to pass resolutions, not later than within 15 days the Chair of the Board will summon a replacement General Meeting which will be deemed to have a quorum irrespective of the number of members present. The replacement General Meeting must take place not later than within six weeks of the original meeting.
3. The General Meeting adopts decisions by vote. For a decision to be adopted the approval of the majority of the members present at the meeting is required, unless the Statutes herein stipulate otherwise.
4. In addition, the General Meeting is convened by the Chair of the Board of the association if at least one third of the members of the CARO so request in writing, within 30 days, unless a later date is specified in the request.
5. On the basis of its agenda, the General Meeting
  - approves the Statutes of the CARO and any amendments thereto and passes decisions about the dissolution or transformation of the association (for such decisions to be adopted two thirds of all the members must agree),
  - elects the Board of the CARO and its replacement members,
  - approves the financial balance of the association and its annual report,
  - decides about the expulsion of a member from the CARO,
  - decides about the removal of a Board member as a result of the written motion of any of the CARO members,
  - articulates the objectives and forms of the activities of the association.
6. A *per rollam* vote is hereby made explicitly admissible, with applicability to all the powers of the General Meeting. In the event that a *per rollam* vote is held, the Chair of the

Board determines the method of voting: by ballot papers or electronically. In the event that ballot papers are used, the time period for the vote to be cast must not be shorter than 14 days after the notice to vote has been sent; in the event of electronic voting, the time period for the vote to be delivered must not be shorter than seven days after the notice to vote has been sent. Only those votes which were delivered in time to the postal or electronic addresses as specified by the Chair of the Board for the purposes of the vote are deemed valid. In the case of an electronic ballot, only those votes which were sent from the address announced by the member to the Chair of the Board will be deemed valid.

## **Art. V The Board and the Chair**

1. The board of the CARO has seven members. It is elected by the General Meeting for a term of three years. The members of the Board elect its Chair, who manages the operation of the CARO Board, and Vice-Chair, who acts on the Chair's behalf when the latter is absent.
2. The Board is convened to session by its Chair at least once per year. The Board has a quorum if at least four Board members are present; in the event that a Board meeting does not have a quorum, the Chair will summon a replacement meeting not later than within a month.
3. The Board adopts its decisions by a vote. For a decision to be passed an absolute majority of the members present at the session must agree, unless the Statutes herein provide otherwise. In the event of an equal number of votes the Chair's vote prevails. A *per rollam* vote is hereby made explicitly admissible, with applicability to all the powers of the Board. In the event that a *per rollam* vote is held, the Chair of the Board determines the method of voting: by ballot papers or electronically. In the event that ballot papers are used, the time period for the vote to be cast must not be shorter than 14 days after the notice to vote has been sent; in the event of an electronic vote, the time period for the vote to be delivered must not be shorter than seven days after the notice to vote has been sent. Only those votes which were delivered in time to the postal or electronic addresses as specified by the Chair of the Board for the purposes of the vote are deemed valid. In the case of an electronic ballot, only those votes which were sent from the address announced by the Board member to the Chair of the Board will be deemed valid.
4. The Board manages the CARO in the periods between general meetings.
5. In the event that a member of the CARO proposes a matter to be discussed by the Board, the Board will do so at its next session.
6. The Chair of the Board will convene an "extraordinary" Board meeting in the event that at least three members of the Board so request in writing, not later than within one month, unless a later date is specified in the request.
7. In collaboration with the Treasurer, the Board submits a financial plan to the General Meeting for approval and drafts the annual report, amendments to the Statutes, and proposals for the objectives and forms of the activities of the association.

8. The Board decides about a candidate to be accepted as a member of the CARO.
9. The office of an elected member of the Board may be terminated on the following grounds:
  - expiry of the term of office,
  - death of the Board member,
  - the Board member being removed from office by the General Meeting,
  - the person resigning from the office of a Board member as of the date of the next General Meeting.
10. In the event of the death of a Board member, the Board will summon a General Meeting within 30 days in order to elect a replacement Board member for the remaining part of the term of office of the Board.
11. A Board member who intends to resign from his or her office will notify the Board thereof in writing. Within 30 days of such a notice of resignation, the Board will convene a General Meeting in order to discuss the Board member's resignation and to elect a replacement Board member. The term of office of the resignee will be deemed terminated as of the date of such a General Meeting.
12. The same general meeting at which a Board member is removed from his or her office or at which he or she announces his or her resignation will elect a replacement Board member for the remaining period of the Board's term of office.

#### **Art. VI**

#### **The Treasurer and the Secretariat**

1. A secretariat, funded from the resources of the CARO, is responsible for the administrative affairs of the CARO. Its composition and operation is determined by the CARO Board. The Secretariat is responsible for paperwork, information to be disseminated among the members, the preparation of professional events organised by the association, and the preparation of documents for the sessions of the Board and the General Meeting.
2. Appointed from among the members of the association by the Board, the Treasurer is responsible for day-to-day financial management, bookkeeping, and tax-related obligations being fulfilled. The Treasurer of the CARO is responsible for the CARO's overall finances.

#### **Art. VII**

#### **The Association's Finances**

1. As an independent legal entity, the CARO is entitled to acquire rights and incur liabilities in proprietary terms. The basic sources of income comprise members' voluntary contributions, earnings from educational and social events and other activities of the CARO, donations and transfers from other individuals and organisations, and grants and

subsidies. The way in which funds will be managed is proposed by the Board in compliance with the applicable regulations and approved by the General Meeting.

2. The expedient management of assets is the responsibility of the Treasurer of the association in accordance with the applicable regulations. In addition, the Treasurer provides regular reports on the association's finances at the General Meeting.
3. With its members' approval, the CARO may provide other professional associations with financial resources needed to cover some of the latter's expenses. The Board will monitor the use of such resources and will inform the membership about these.
4. Any profits from the activities of the association may only be used for the activities pursued by the association, including the management of the association.

### **Art. VIII Representation**

1. The CARO is formally represented in all matters by the acting Chair of its Board, who can further authorise any member of the CARO to act on behalf of the association with respect to a specific matter.
2. For a written legal instrument on the part of the CARO to be valid, the signature of the Chair of the Board, or a member of the CARO authorised by the Chair as described under Section 1 hereunder, is required.

### **Art. IX Dissolution of the Association**

1. The CARO is dissolved as stipulated in the law or on the basis of decisions adopted at the General Meeting by a two-thirds majority of all the members. A vote on such a decision must be included in the agenda of the General Meeting.
2. Any assets remaining after the dissolution will be handed over, on the basis of a decision of the General Meeting, to a not-for-profit legal entity, the mission of which is similar to that of the CARO.

### **Art. X Preparatory Committee**

1. Prior to the establishment of the association, a Preparatory Committee acts on behalf of the prospective association. The steps taken by the Preparatory Committee are mandatory for the association after it has been established.
2. The Preparatory Committee convenes the Constituent General Meeting of the CARO.

**Art. XI**  
**Final Provisions**

1. These Statutes were approved by the participants in the Constituent General Meeting of the CARO held in Prague on 28 November 2007.
2. The CARO was established as of the date of its registration with the Ministry of the Interior of the Czech Republic. Act No. 89/2012 Coll., the Civil Code, has no effect on its existence.