

By-Laws
of the
Association for Pediatric Pulmonary Hypertension
(PePH)

I. Name and place

Article 1

An Association called Association for Pediatric Pulmonary Hypertension (Association for PePH) exists under the auspices of Art 60 ff. ZGB as a legal entity. The Association exists indefinitely.

Article 2

The Association is based in Basel-City (Switzerland).

II. Objectives

Article 3

The objective of the Association is epidemiological research on Pulmonary Hypertension (PH) in children and adolescents. In order to fulfil this goal the Association runs a patient registry.

III. Membership

Article 4

The Association has active (voting) and passive (non-voting) members.

Members of the association are primarily, but not exclusively, physicians working in the area of Pediatric Pulmonary Hypertension (PePH).

Applications for membership are to be sent in written form to the Chairperson of the Association. Members are voted in by the Executive Board with a 75% majority.

Article 5

The Association has the right to charge its members a yearly fee. Its amount will be determined by the Executive Board.

Article 6

Membership of the Association ends with:

- A. Retirement/withdrawal
- B. Exclusion
- C. Death

A member who wishes to leave the Association must give one month prior written notice.

Exclusion of any member who damages the interests of the Association can be ordered by the Executive Board.

IV. Bodies

Article 7

The bodies of the Association are:

- A. The General Assembly
- B. The Executive Board

a) The General Assembly

Article 8

The General Assembly meets on a yearly basis.

An invitation to the General Assembly meeting along with the agenda is sent by the Executive Board at least 20 days prior to the meeting.

Each member of the Association has the right to submit items for the agenda. Such items must be addressed to the Chairperson in writing 30 days prior to the meeting at the latest.

Article 9

An extraordinary General Assembly meeting can be called, listing the topics to be discussed, by the Executive Board or by request of at least 20% of the members of the Association. The invitation must be issued 10 days prior to the meeting.

Article 10

The competences and responsibilities of the General Assembly are the following:

- a) Approval of the annual report, the annual budget and balance sheet
- b) Discharge of the members of the Executive Board
- c) Elect the Chairperson and the other members of the Executive Board
- d) Handle motions forwarded by the Executive Board and members, carry out decisions
- e) Amend the By-Laws
- f) Liquidate the Association

Article 11

Decisions by the General Assembly are taken by open ballot and by majority vote. Voting is only carried out by ballot vote when requested by the majority of the members present. In case of a draw, the Chairperson does not have a casting vote.

All active members present have the same voting right. Passive members have no voting right. There is no voting by proxy.

In case of a decision concerning the discharge, a legal dispute or a transaction between a member and the Association, the member concerned has no right to vote.

Article 12

By decision of the Executive Board, the competences of the General Assembly can be exercised by conducting a ballot vote, unless at least 20% of the members request to hold a physical General Assembly.

b) The Executive Board**Article 13**

The Executive Board consists of at least three members and is elected for a period of two years by the General Assembly. It is self-constituting. The Executive Board has the power to take decisions as long as at least half of the members are present. It is called up by the Chairperson or by request of one of the members. In case of a draw, the Chairperson does not have a casting vote.

If a member of the Executive Board resigns during the year, the Executive Board takes over the member's functions until the next General Assembly meeting.

Article 14

The Executive Board consists of the following functions:

- A. The Chairperson
- B. The Deputy-Chairperson(s)
- C. The Treasurer
- D. The Secretary
- E. Assessor(s)

It is possible for one person to hold more than one of the above functions, except for A and B.

Article 15

The Executive Board is responsible for items that are not under the responsibility of the General Assembly. In particular, these items include:

- A. Preparation and carrying out of annual general meetings and extraordinary meetings of the General Assembly
- B. Determination of the annual budget and proposal to the General Assembly
- C. Creation/amendment/dissolution of the Rules of Procedure
- D. Admission and exclusion of members
- E. Determination of the yearly membership fees

Article 16

The Executive Board represents the Association in public. To legally represent the Association, two members of the Executive Board are required to sign jointly.

V. Association funds**Article 17**

The Association's assets consist of the yearly membership fees, of funds resulting from under-usage of the budget and of any donations, meeting fees and bequests.

Article 18

The Association's funds are solely liable for commitments made by the Association. Any personal liability of the members of the Association for commitments made by the Association is excluded.

Members who are released from the Association due to dissolution of the Association have no right to the Association's assets. In this case, the Executive Board will decide upon an appropriate organisation, with similar aims to that of the Association, to which the remaining assets will be donated.

VI. Changes to the By-Laws and Liquidation of the Association**Article 19**

In order to change the present By-Laws, a majority resolution of all voting members of the Association is required in case of a ballot vote. In case of holding a physical General Assembly, a majority resolution of the voting members present is sufficient.

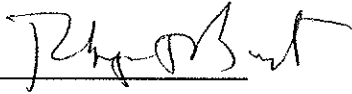
Article 20

Should the Association be liquidated, the General Assembly decides on the distribution of the remaining assets.

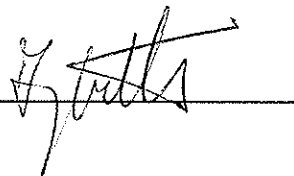
These By-Laws were approved in the current form at the first meeting of the Association.

Zurich, April 20, 2007

The Chairperson:



The Deputy-Chairperson



The Deputy-Chairperson

