

STATUTES

Global Asthma Association -Interasma

Registered at Bilbao Spain, on 20/09/2004 No : AS/B/1354/2004 Registered

Office: 6th Floor, 2 London Wall Place, London EC2Y 5AU.

c/o mha Macintyre Hudson / Bakertilly

Trade Marks

Europe | Registration No: 018235819

USA | Registration No: 6,414,864

Article 1: Form-Duration- Name-Registered office

- a) By private deed, the International Association of Asthmology - Interasma, was founded in Milan Italy on December 9, 1954 and has been renewed on September 20, 2014 in Bilbao Spain as a non profit making Association with unlimited duration, between the persons who shall adhere to these statutes and satisfy the conditions set out here below.
- b) Name: The Association is called Global Asthma Association- Interasma, in abbreviation (GAA-I)
- c) Registered office: The official domicile shall be located at New Bridge Street House, 30-34 New Bridge Street, London EC4V 6BJ, UK and the offices of the Association Management Company and core Professional Congress Organizer Frei S.A, 3 Paparrigopoulou str., 10561 Athens Greece, or any other location that the General Assembly may determine.

Article 2: Purpose and Means

The GAA-I has been formed to promote translation and sound application of knowledge, to advance the prevention, diagnosis and management of Asthma & Related Diseases (COPD, Allergy, Immunology) and to improve the scientific understanding to their etiology, pathological mechanisms, pathophysiology research, therapy, epidemiology, rehabilitation.

The GAA-I is devoted to education and training of medical doctors and other professionals involved with research prevention, diagnosis and management of bronchial diseases & Asthma (in its member countries) and the development of standards for its members for their training, continuous education and professional conduct and research translated in every day practice.

GAA-I promotes education, training and development of standards throughout the world.

GAA-I offers advice to the public, health authorities and administration on prevention, diagnosis and management of Asthma and related diseases as well as on research programs to improve knowledge in these fields.

The mission of GAA-I in few words may be stated as "Reduce the burden of Asthma & Related Diseases around the world, provide value to its members and making positive impact on healthcare decision making & policy changes on International Level"

To these ends GAA-I brings together researchers from various research centers, National Societies of Lung diseases such as Thoracic Societies, Allergy Societies, Pediatric Societies, Immunologists and other professionals including but not limited to Physicians, scientists, nurses, allied health professionals in the field of respiratory diseases, other Associations, councils and working groups.

The GAA-I may take interest in or create National Centers (or Associations), trade or non-trade companies, profit or non-profit Associations that enable GAA-I to grow and build up the necessary assets.

GAA-I may undertake the scientific organization of any congress, symposium, meeting or similar event, bringing together professionals including but not limited to physicians, scientists, nurses, allied health professionals in the field of respiratory diseases, industrialists, anywhere in the world.

GAA-I may organize the collection, analysis, processing and communication of medical and scientific information, obtained from a wide range of physicians, scientists or institutions of Asthma research and practice in all diseases involved.

GAA-I may collect, edit and publish journals, articles or information either in printed or electronic form on any medical or scientific value related to respiratory diseases.

GAA-I may award scholarships, grants of education, research and training in the areas of its interest.

GAA-I is open without discrimination to all persons in the various fields of medicine who might be interested in the bronchial diseases.

GAA-I is open to partner with the Industry for research grants, for supporting scholarships, medical researches for chronic lung diseases, operate clinical trials, create possibilities for the development & training of young Physicians, exchange ideas & knowledge with the best scientists in the field that are the rocks of the association

The official language of GAA-I is English

Article 3: Bodies of GAA-I

3.1 National Societies can be created by GAA-I from medical scientists and doctors belonging to the fields of Respiratory, Allergy, Immunology, Pediatrics and Research.

Any existing thoracic, allergy and immunology body as well as related patient societies may join the GAA-I.

NATIONAL GAA-I CENTERS (or Associations) in abbreviation NAC

GAA-I may create Asthma and COPD Related Diseases Societies in any country according to the local law called here below National Asthma Centers. Such centers should be created by certified Physicians, Pneumonologists, Allergologists, Immunologists and Pediatricians who are members of their National Societies. The minimum number of a National Center's founders should be Five (5).

GAA-I accepts applications at amc@interasma.org, for the formation of such centers.

NACs may be created or dissolved by the Ordinary General Assembly upon proposal of the Board. The internal organization of a particular NAC, under GAA-I, shall be regulated by rules approved by the GAA-I Board.

The President of such NAC(Association) must be a member of the Country's Society (Thoracic, Allergy, Immunology, Pediatric). The eventual merge of GAA-I Association or absorbance by a similar National Association is under the decision of the General Assembly of GAA-I.

WORKING GROUPS

3.2 GAA-I may create Working Groups for the advancement or the study of a particular topic or subject. Those working groups may be created or dissolved by the written agreement of 4/5 of the Board Members (and/ or approved by the majority of the General Assembly).

OFFICIAL JOURNAL

The official journal of GAA-I is Asthma Research and Practice. The Board, the bodies and the members should contribute with scientific works to the continuation of the journal. The editor in chief shall serve on the Board as scientific advisor.

Article 4: Affiliated Bodies

Any body interested in asthma and related diseases such as Patient societies, Nurse Associations or Allied health Professionals can apply to GAA-I for affiliated membership. The terms of such affiliation are regulated by the Board approved conditions. Such bodies will not have voting rights at the General Assembly.

Article 5: Individual Members

The following are Individual Members:

- a) All members declared to GAA-I should be members of their National Thoracic Society, Allergy and Immunology Society, Pediatric Society, or Research Institutions & Universities.
- b) All members of the NC/Associations created by GAA-I as well as Councils and Working groups which are not declared by their National Societies.
- c) Any pneumonologist, allergist, immunologist, pediatrician that wishes to join GAA-I may send an application to amc@interasma.org and after approval will receive the membership and its benefits. The GAA-I Board will take a decision. The individual Members of the GAA-I are represented at the Assembly either through National Societies, NC/Associations, Councils and Working Groups or individually as specified in article 3.

FELLOWS

Physicians, scientists and other professionals who have made a major contribution in the field of Asthma and related diseases in research, prevention, diagnosis and management may apply to become a Fellow of the Global Asthma Association- Interasma GAA-I (F GAA-I)

Nurses who have made a major proved contribution may apply to become Nurse Fellow of GAA-I (NF GAA-I)

MEMBER BENEFITS

GAA-I provides to its members:

Networking opportunities, mentorship, knowledge exchange, use of collaborating platforms to communicate with colleagues & cooperate in projects, career development opportunities to present their research in the "Journal of Asthma", discounts in the conferences, support & community to share experiences & challenges.

MEMBER RESIGNATION

Individual members, nurse fellows and Fellows of GAA-I may resign by sending their resignation to amc@interasma.org. Their membership will then be terminated by the end of the current year.

Those individual members or fellows who have not paid annual dues for two years or are expelled will lose their voting rights at the General Assembly.

Article 6: GAA-I Scientific Activities

GAA-I for the scientific results produced from the working groups, the councils, the NACs organizes the following:

- National GAA-Interasma Meetings
- Regional Meetings
- The World Congress of Asthma

The Association organizes its scientific activities after the decision of the Board of Directors. National meetings may be organized after the approval of the ExCom. Regional meetings may be organized by NACs after the approval & the involvement of the Board of Directors. The biannual World Congress of Asthma is under the scientific & organizational responsibility of the ExCom & the nominated Committee. For the organization of such meetings GAA-I appoints a core PCO who will also be responsible for the Association Management of GAA-I.

Article 7: Resources

The GAA-I sources of revenues include:

- Membership dues from National Societies, GAA-I National Centers, Individual Members. The amount of such dues will be determined by the Board.
- Remunerations and contributions earned from services rendered and any other resources according to the Law.
- Donations
- Any other authorized source of income The biannual World Congress
- The financial resources are crucial for the Association's operations. These include: Membership fees, sponsorships & grants, revenue generated from conferences, webinars, donations & publications.
- The Association's Board of Directors, with expertise & knowledge provide guidance, the Association Management staff provides administration & management, planning & event organization as well as communication technology and platforms. The volunteers may contribute with their time & expertise in specific projects.
- Networking & Collaboration: The Association's network of members, partners & collaborators share information & cooperate on projects.
- The official "Journal of Asthma" provides publications to GAA-I members for their scientific work. All are dedicated to fulfill the Association's mission
- The Board of Directors should support in all levels the Scientific Works of GAA-Interasma

Article 8: Board

8.1 The administration of GAA-I is conducted by the Board of Directors as follows:

- Voting members elected by the ordinary General Assembly Exofficio voting members (if any)
- The Chief Executive Officer
- The Association Management Representative or Chief Financial Officer
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8.2 The Executive Committee (ExCom) is the highest body of GAA-I and consists of:

- a) President
- b) President Elect
- c) Secretary General
- d) Treasurer
- e) Past President
- f) Historian
- g) Chief Executive Director
- h) Chief Educational Director
- i) Chief Communications Director
- j) Association Management Representative (Non-voting member)

Members of the Executive Committee & Members at Large do not receive remuneration for their work.

8.3 Members at Large

Are voting members elected by the Executive Committee in recognition of their contribution, service and support to GAA-Interasma projects and growth. The Members at Large participate at three (3) annual board meetings and are responsible for setting the mission of GAA-I, act with care and loyalty, determining the strategic direction and assist GAA-I to expand and grow.

8.4 Ex Officio

The Nominated Presidents of the National & Regional meetings organizing the Association's scientific events.

8.5 The duration of mandate of the Executive Committee Members lasts two years and consists of:

- a) President (two years)

- b) President Elect (two years)
- c) Secretary General (four to six years)
- d) Treasurer (six years)
- e) Past President (two years)
- f) Historian (two to four years)
- g) Chief Executive Director (four to six years)
- h) Chief Educational Director (four to six years)
- i) Chief Communications Director (four to eight years)
- j) AMC (four to six years)

The General Assembly shall elect the Executive Committee.

The election concerns the Secretary General who will become President Elect in two years, as well as the Treasurer who will become Secretary General in two years.

The positions of the Secretary General and the Treasurer are for four to six years.

In the event of resignation of an ExCom Member he/she will be replaced as follows: The President by the President Elect. The General Secretary and the Treasurer, the ExCom has the right to appoint another voting member at its discretion and will refer the matter to the next General Assembly for an approval vote covering the balance of the mandate. The duties of the Board members are executed at no cost for the Association.

The positions of the Executive Director and the AMC have a duration of four to six years with the possibility of renewal, the qualities of those executives are knowledge of Law, taxation, banking, marketing, public relations and industry relations and deep knowledge of the Global Medical & Industry Affairs, both represent legally GAA-Interasma.

Article 9: Board Meetings

The Executive Committee meetings are at least two per year (during EACCI, ERS or in one of the USA Congress' such as the ATS or AAAAI) and at least four teleconferences.

The ExCom meetings shall be convened by the President and/or the Chief Executive Director.

Half of the Management Board ExCom, should be present to ratify decisions. Decisions will be made by the majority of the votes of the members present.

No proxy votes are accepted. Absent Board Members may submit their opinion in writing.

The ExCom may organize teleconference at its discretion, six to eight per year. The meeting will be recorded and send by the AMC Company Rep to the Board.

If a member wishes to resign from his/her position, he/she should inform GAA-Interasma at least six months before the resignation date.

Article 10: Role and Responsibilities of the Board of Directors

The ExCom is invested with the power to execute or authorize others to execute all acts and operations of GAA-I which are not reserved for the General Assembly.

The Executive Committee approves the procedures as draft by the Chief Executive Director and AMC and made available to the GAA-I bodies. The role of the ExCom includes but is not limited to:

- Defining the strategy of GAA-I
- Creating projects that develop and grow GAA-I
- Promote GAA-I in all meetings they attend
- Create relations with the key players in the science and industry
- Keep and expand relations with Sister Societies
- Decide the place and the Committees of the World Congress
- Be aware and approve the budgets and reports
- Appoint the appropriate members for the sub Committees
- Meet with Partners and Sponsors to obtain support
- Develop projects for grants

- Create possibilities for the development and training of young Physicians Establish scholarships
- Assist NC's and people in developing countries or countries with poverty
- Organize humanitarian activities
- Approving and amending the internal organization of GAA-I Bodies

The President will be responsible for executing the decisions of the Board and ensuring the smooth running of the GAA-I.

In the event of an emergency, the Board shall have authority to make any appropriate decision by a simple majority of the voting Board members. In such a case, the decision may be taken on written consultation. In such a case, powers are conferred to the President or the Chief Executive Director to Implement the decision made.

Chair the ExCom and Ordinary and Extraordinary General Assemblies.

Representing the GAA-I with respect to all civil matters and holding full authority to commit the Society without prejudice for the powers expressly held by the Board Representing GAA-I at law, as plaintiff or defendant. He/she can only be replaced by a representative acting by virtue of a special power of attorney.

Bringing any action at law to defend the interests of the Society, permit any transactions and lodge appeal;

Finalizing the agenda for the Board and meetings and General Assemblies the president may delegate part of his authority and signature.

ARTICLE 11 - General Assemblies

- a) General Assemblies will be qualified as Ordinary but when decisions are to be made related to alterations in the Statutes or liquidation of the GAA-I they are qualified as Extraordinary.

General Assemblies are attended by the current Board and the delegates from the National Societies, National Asthma Centers (or Associations), Councils and Working Groups (designated below as "GAA-I Bodies"). The names of the voting delegates have to be received by the AMC (amc@intersma.org) who will forward to the Secretary General of the GAA-I at least two weeks before the General Assembly.

- 1) Each National Society is represented by its President (or his/her replacement)
- 2) National Asthma Centers (or Associations) are represented by the President or the Executive Director
- 3) Working Groups and Councils are represented by their chairpersons

All delegates have the right to vote. Votes must be cast in person and cannot be transferred through other persons.

- b) Notification to attend

Notification to attend must be given, by post or by electronic mail, no less than thirty (30) days in advance to the Board of Directors, Presidents of the National Societies and to the Chairperson of the Working Groups and Councils of GAA-I.

- c) Agenda of General Assemblies

The agenda will be drawn up by the Board and circulated to members and delegates no less than thirty (30) days in advance.

Only those items appearing on the agenda of the General Assemblies will be discussed and voted on. Each GAA-I Body may submit in writing to the AMC who will forward to the Secretary General of the Board any issue or proposal not governed by these Statutes, no less than four (4) months before the next General Assembly and, if approved by the Board it will be put on the agenda of the General Assembly.

- d) Assembly Address

The President of the GAA-I presides over the General Assemblies and is responsible for all procedures related to the preparation and conduct of the General Assemblies. If the President is unable to perform these tasks, these may be conducted by the Chief Executive Director.

e) Minutes

The resolutions of the General Assemblies will be recorded in minutes signed by the President and the Secretary of the meeting and kept in a special register which may be the same as that containing the minutes of the Board.

Copies or extracts of said minutes must be signed by the President of the Board or by two Board members.

ARTICLE 12- Ordinary General Assembly

The Ordinary General Assembly shall meet every two years, preferably but not limited to the Annual Congress of the GAA-I. Additional Ordinary General Assemblies shall be convened by the President as required, or at the request of no less than two thirds of the delegates specified in Article 11.

12.1 Quorum & Majority

In order to deliberate validly, the Ordinary General Assembly must be formed by no less than 20% of the total number of designated delegates representing the GAA-I Constituent Bodies according to article 11. If said condition is not met, the Ordinary General Assembly will be reconvened within two (2) months. At the second meeting it shall deliberate validly, whatever the number of delegates of the GAA-I Constituent Bodies is present, but only upon those items on the agenda of the previous Assembly.

Decisions of the Ordinary General Assembly will be made by a simple majority of the votes cast by the designated delegates. Null and blank votes are included in the number of votes cast. In the event of a tied vote the President will have the casting vote.