

**Articles of Association of the
European Register of Osteopathic Physicians (EROP) e. V.**
Edition from February 2, 2003

Preamble

Osteopathic Medicine regards itself as a complement and extension of “Traditional Medicine” from a general approach. Osteopathic Medicine diagnoses and treats disorders –somatic dysfunctions- in all areas of the human body by the means of manual therapy. Acquisition of diagnostic and therapeutic skills requires a special training program of at least 4 years (see § 12).

Performance of Osteopathic Medicine underlies each country`s legal requirements for practice of medical health care.

EROP obtains certifications and registrations upon the completion of training in Osteopathic Medicine.

§ 1 Name and Registered Office

1. The name of the Association is “European Register of Osteopathic Physicians” (EROP).

The Association is registered with the Emmendingen City Court`s Register of Associations under the number VR611 since August 26th 2003 with the addition of e.V. upon the completion of registration.

2. Seat of the Association is Teningen.

§ 2 Objectives of Association

1. The Association has exclusively and directly non-profit objectives of promoting science, research, clinics and public relations as set forth in the paragraph “tax-privileged purposes” of the tax code.
2. Purpose of the Association is quality control in the field of Osteopathic Medicine through, among others, certification of training programs by European associations of osteopathic physicians and through registration of physicians upon their completion of training in Osteopathic Medicine in accordance with the EROP guidelines.
3. A further purpose of the Association is to promote and intensify interdisciplinary cooperation between associations of osteopathic physicians. Thereupon the Association promotes and supports
4. extensive research in the fields of Osteopathic Medicine
5. basic and advanced training in Osteopathic Medicine
6. extensive publications and scientific meetings including national or international congresses in the fields of Osteopathic Medicine and pain therapy
7. education of the public about the significance of Osteopathic Medicine
8. representation of the joint interests and responsibilities of associations of osteopathic physicians and corporate health care representatives affiliated with the Association

towards administrative authorities, corporate bodies and institutions under public law (at state, national and European level), other scientific associations (at national and international level) and all federal or private health and nursing care insurances in the fields of Osteopathic Medicine.

§ 3 Memberships

1. Members of the Association are

- a) ordinary members
- b) supporting members

2. Ordinary Members

Only granted to approved associations of scientific physicians in the field of Osteopathic Medicine, or other approved non-profit unions of physicians holding research or practicing positions in the field of Osteopathic Medicine, and who are approved as tax-privileged corporate bodies as set forth in § 52, 57 paragraph 2 AO.

3. Supporting Member

Granted to any legal entity or natural person, persons or corporations, corporate bodies, institutions or foundations willing to offer donations, payments in kind or other kinds of contributions to attain the objectives of the Association as set forth in § 2.

4. Admission to the Association requires the approval of the executive committee upon a written application.

5. Membership ends by

1. death (exclusively in case of supporting membership of a natural person)
2. dissolution of the legal entity
3. dissolution of the association of scientific physicians or of the union of medical specialists or of medical corporate representation or of its approved tax-privileged purpose,
4. notice of termination
5. expulsion

6. Termination of membership by written notice is subject to a six months notice period for the end of the fiscal year. It must be submitted to the executive committee in the form of a written declaration. Timely submission of notice is not subject to the date of receipt of the letter of notice.

7. A member can be expelled by the executive committee by simple majority of votes, if

1. his annual membership dues are more than 6 months overdue despite a written reminder,
2. or he is found guilty of serious damage to the reputation of the Association by gross negligence, or continues with these said actions despite an official warning

The member concerned has the right to appeal in writing to the executive committee against the adopted resolution on his expulsion. This appeal must be rendered within one month after receipt of the letter declaring the member's expulsion by the executive committee; it is to be submitted by a written declaration.

The membership assembly shall decide on the appeal at its next meeting.

Until a decision is made by the membership assembly, the voting right of the member concerned is suspended.

§ 4 Rights and Duties, Dues, Cost Shares

1. At membership assemblies, every ordinary member is entitled to up to two votes. For every vote the member has to nominate a delegate; this nomination must be submitted in writing to the executive committee by June 15 and is effective as of July 1 of that year.
2. Supporting members are not entitled to vote, however, they have the right to participate in membership assemblies and its consultations. Unless the supporting member is a natural person, the supporting member is obliged to nominate a delegate; the nomination shall be submitted in writing to the executive committee by June 15 and is effective as of July 1 of that year.
3. It is permissible to transfer the right to vote, to participate and to demand consultation. This transfer requires written authorization to be rendered to the chairman of the meeting at the beginning of the assembly.

Ordinary members can transfer their right to vote only to other delegates of the ordinary member. For supporting members the right of participation and consultation can only be transferred for each individual meeting and only to a substitute delegate or delegate of an other supporting member.

4. Every member is required to pay dues to the Association.
5. The Association has the right to collect cost shares to carry out social events and activities for the means of care and acquisition of members, especially for financing membership assemblies and meetings of the executive committees, and in particular to finance social activities during congresses or advanced training programs. These cost shares shall be held and administered on a special account.
6. The amount of dues, cost shares and its period of payment are determined by the membership assemblies.

In justified exceptional cases, for the purpose of promoting the Association and its non-profit objectives, the executive committee has the right to grant respite to, reduce or temporarily waive a member`s due.

7. In the event of resignation from the Association or its dissolution, a member is not entitled to the Association`s assets. Nor in any other cases shall members receive profit shares or other donations from the Association`s means or assets.

§ 5 Fiscal Year – Expenditures

1. The fiscal year goes from _____ to _____ of the following year.
2. Payment of dues begins as of _____ of the year the member is admitted to the Association; the payment of dues always ends if membership is terminated, exempt from cases of death or dissolution of the legal entities, on _____ of the year the membership is terminated.

Cost shares are exclusively collected by the method of cost recovery for financing social activities and events at congresses or advanced training programs; the cost shares administered on a special account are not by any way “means of the Association for attaining the objectives in accordance with the Articles of Association”.

3. The Association acts unselfishly and is not primarily pursuing economic objectives for its own good; expenditures shall only be used solely for purposes in accordance with the Articles of Association.
4. Members shall not receive any donations from the Association`s assets.

Nobody shall receive expenses that are not consistent with the objectives of the Association, nor shall anybody be given a disproportionate amount of reimbursements.

§ 6 Organs of the Association

Organs of the Association are

1. membership assembly
2. executive committee
3. scientific advisory council

§ 7 Membership Assembly

1. The membership assembly meets once a fiscal year (annual general meeting). It shall be held within the first six months of each fiscal year.

At the request of one-third of the ordinary members, additional membership assemblies shall be held within four weeks, if this is proposed by written declaration to the executive committee.

Otherwise, membership assemblies are called if the executive committee regards it as necessary.

2. The executive committee issues written invitations to the members to attend the membership assembly. The individual agenda of the assembly shall be set out in the notice. The invitation is considered as having occurred in a timely fashion if the letter was mailed no later than on the twentieth day before the date of the scheduled membership assembly.
3. Proposals not set out in the agenda shall only be discussed and decided on if all those ordinary members present have given their consent regarding the discussion and resolution on the proposal.
4. Every ordinary member`s appointed attendant or representing delegate (upon written authorization to vote) at the membership assembly is entitled to one vote, in other words, due to the maximum permissible number of appointed delegates, every ordinary member has a maximum of two votes.
5. The membership assembly - except for the cases of intended amendments to the Articles of Association or the dissolution of the Association – shall be quorate regardless of the number of ordinary members present.

6. Resolutions by the membership assembly require a simple majority of the votes of the delegates present, except for the cases of intended amendments to the Articles of Association or the dissolution of the Association (see § 10).

In the case of amendment to the Articles of Association or dissolution of the Association, the delegates of each ordinary member can only vote as one.

7. The primary duties of the membership assembly are:
 - a) to receive the annual fiscal report,
 - b) to receive the annual balance-sheet and cash report,
 - c) to receive the auditor`s report,
 - d) to relieve the executive committee of its responsibilities,
 - e) to elect the executive committee and auditors,
 - f) to determine the period of payment and the amount of membership dues, separately for ordinary or supporting membership, and the cost shares based on the method of cost recovery,
 - g) to adopt resolutions on amendments to the Articles of Association, dissolution of the Association and appointment of two liquidators.
8. At every annual general meeting the previous fiscal year`s annual balance-sheet containing the profit and loss account, created by the executive committee, shall be set out in the invitation.

Two auditors are selected by the membership assembly to audit the current fiscal year; re-election is permissible.
9. Casting of votes at the membership assembly is carried out by open ballot-voting unless at least one-fourth of those delegates of the ordinary members present demand a secret ballot-voting.
10. Executive committee elections are always carried out by secret ballot-voting. In the event of more than one person nominated for election, the one earning the greatest number of supporting votes from the delegates of the ordinary members is elected to office. Abstentions from voting are not counted but considered invalid.
11. In the event of a president`s inability to attend, the membership assemblies are chaired by one of the deputy presidents. In the event of their inability to attend, the membership assemblies are chaired by the longest member of the executive committee.
12. At every membership assembly, minutes shall be taken down revealing the elemental content of the issues discussed, the motions proposed as well as its respective voting results. These minutes must be signed by the chairman of the meeting and the secretary he or she selected at the beginning of the assembly, and, if requested, must be read out to the delegates at the next membership assembly.

§ 8 Executive Committee

1. The executive committee consists of the president, the 1st and 2nd vice president, the secretary general, the secretary and the treasurer.
2. The executive committee pursuant with § 22 BGB consists of
 - the president
 - the secretary general
 - the treasurer

Two serve as joint representatives of the Association.

All documents containing legal commitments on behalf of the Association must be signed by the president, and all documents affecting the Association`s assets or containing financial commitments on behalf of the Association must be signed by the treasurer.

3. The members of the executive committee are elected for a four-year term. Until the new election they remain in office; re-election is permissible.
4. Every natural person who is a member of an ordinary member of the Association at the time of the election is eligible to be elected to the executive committee.

In the event of a board-member`s retirement or death prior to expiry of his term of office, or in the event of a longer period that a member is unable to carry out his duties, a new member of the executive committee shall be elected at the following membership assembly for the remaining term of office.

Until new elections are held, the executive committee is entitled to provisionally fill the vacancy from the midst of the ordinary members` delegates. The ordinary member, whom the retired member of the executive committee was affiliated with, shall be heard at first.

5. The executive committee meets whenever necessary. If requested by more than two members of the executive committee, the president must call an executive committee meeting.
6. The executive committee shall be quorate if at least three members of the executive committee are present. Resolutions by the executive committee require a majority of the votes cast by those members of the executive committee present (absolute majority).
7. The president or – in the event that he is unable to attend – the 1st vice president or – in the event that he is unable to attend – the 2nd vice president presides at the meetings of the executive committee.
8. At every meeting of the executive committee, minutes shall be taken down revealing the elemental content of the issues discussed, the motions proposed as well as its respective voting results. These minutes must be signed by the chairman of the meeting and the secretary.

§ 9 Scientific Advisory Council

The duty of the scientific advisory council is to advise the executive committee regarding decisions on scientific projects and to examine and eventually decide on applications for admission to the Register of Osteopathic Physicians in accordance with the enclosed list of criteria.

The scientific council advisory consists of six members of which at least one, and at the most three must be members of the EROP executive committee.

Details on the duties of the scientific advisory council are determined within the rules of procedure which are an integrative component of the EROP Articles of Association.

§ 10 Commissions/ Work Groups

The membership assembly can appoint commissions and/ or work groups for special duties.

Details are specified by the EROP rules of procedure adopted by the membership assembly.

§ 11 Amendments to Articles of Association/ Dissolution

1. A resolution on amendments to the Articles of Association is only permissible if the intended amendment and its content is promulgated on the agenda set out in the invitation to the membership assembly and if at least one-third of all ordinary members of the Association are attending the assembly. The resolution requires a three-fourths majority of the ordinary members represented at the assembly.
2. The dissolution of the Association can only be carried out by holding a membership assembly exclusively for this sole purpose.

In order for the assembly to be quorate, three-fourths of the ordinary members must be represented. If no quorum is given, a new membership assembly must be called subject to a four weeks` notice since the date of the said meeting; this assembly shall then be quorate regardless of the number of represented ordinary members. A resolution on the dissolution of the Association requires a three-fourths majority of the ordinary members represented at the assembly.

The dissolution assembly appoints two liquidators to manage business and affairs of the Association.

3. In the event of a dissolution of the Association or its purpose, the assets of the Association shall be donated to the "Athenäum-Stiftung" Association (seat in Basel) and must be used exclusively for promoting science and research in the field of health care.

**§ 12 International Criteria for Admission to the World
“Register of Osteopathic Physicians”**

The criteria enclosed are an integrative component of the Articles of Association.

Teningen,

President

Secretary

Minutes of the Foundation of the European Register of Osteopathic Physicians e.V.

On February 14, 2003, at one o'clock in the afternoon, the seven persons taken down on the attendance list gathered in the conference room at Frankfurt Airport to found the European Register of Osteopathic Physicians (EROP) e.V.

The attendance list is an elemental component of these minutes.

Dr. Johannes Mayer opened the assembly. He welcomed the attendants and explained the purpose of the assembly. He offered to serve as chairman of the meeting and asked Prof.Dr. Toni Graf-Baumann to serve as secretary.

Both were elected unanimously by the assembly (by acclamation).

The chairman of the meeting then proposed following agenda:

1. Discussion on Articles of Association and its determining
2. Election of executive committee
3. Determining of amount of membership due
4. Resolutions on organizational issues
5. Miscellaneous

The agenda was accepted unanimously. The chairman of the meeting then explained the Articles of Association that had been issued to the attendants prior to this meeting. Afterwards he began with its discussion.

The attendants then passed (by a show of hands) the unanimous

Resolution

to found the "European Register of Osteopathic Physicians (EROP)"
with the addition of e.V. upon the completion of registration and
adopt these Articles of Association which are an elemental component
of these minutes.

All attendants expressed their desire to join the Association as members, in accordance with § § 3 and 4 paragraph 1, and signed the Articles of Association. As proposed by the chairman of the meeting, Prof.Dr. Toni Graf-Baumann was appointed (by acclamation) to serve as chairman of the election in order to carry out the election of the first executive committee.

It was proposed to elect Dr. Johannes Mayer as President, Prof.Dr. Peter Adler-Michaelson as 1st Vice President, Dr. Christian Hogrefe as 2nd Vice President, Prof.Dr. Toni Graf-Baumann as Secretary General, Dr. Peter Kretschmer as Secretary and Dr. Hermann Locher as Treasurer. It was suggested to carry out the elections by open voting. There were no objections against this procedure.

The unanimous results of the elections – with each elected abstaining from his right to vote – were as follows:

1. Dr. Johannes Mayer (DGOM) as President
Kreitweg 17
86453 Dasing
2. Prof.Dr. Peter Adler-Michaelson (DAAO) as 1st Vice President
Riedstraße 5
88316 Isny-Neutrauchburg
3. Dr. Christian Hogrefe (DGOM) as 2nd Vice President
Klinik Bad Rippoldsau
Fürstenbergstraße 38
77776 Bad Rippoldsau
4. Prof.Dr. Toni Graf-Baumann (DGOM) as Secretary General
Schillerstraße 14
79331 Teningen
5. Dr. Peter Kretschmer as Secretary
Asklepios Klinik am Kurpark
23611 Bad Schwartau
6. Dr. Hermann Locher as Treasurer
Lindauerstraße 16/1
88069 Tettngang

All elected accepted their elections.

At this point Dr. Johannes Mayer took over again for Prof. T. Graf-Baumann as chairman of the meeting.

Next, the amount of membership dues was debated and, upon a proposal by Dr. Hermann Locher, a resolution was passed:

Resolution

As of January 1 of the following year, the annual due is fixed at 1000 Euro while the due for supporting members is fixed at 2000 Euro.

This resolution was adopted unanimously.

As proposed by Prof. T.Graf-Baumann, the assembly also unanimously adopted the following

Resolution

Wherever the entry in the City Council/ Register Council's Register of Associations or the approval as a non-profit organisation by the Office of Revenue (for corporate bodies) depend on certain amendments and complements to the Articles of Association, the Secretary General shall be authorized to execute these amendments and complements to the Articles of Association,

as long as these amendments do not affect the provisions regarding the purpose of the Association, the necessary majorities for elections and resolutions, and the use of the Association`s assets in the event of its dissolution.

After discussing the first steps of the association, the chairman of the meeting concluded the meeting at 6:00 pm.

Frankfurt, February 14, 2003

Dr. Peter Kretschmer

(Secretary)

Prof. Dr. Toni Graf-Baumann

(Recording Officer)

**Founding Assembly
of European Register of Osteopathic Medicine (EROP) e.V.**

Attendance list of founding members:

1. Dr. Johannes Mayer, General Practitioner, Chirotherapist, D.O.M.
Kreitweg 17
86543 Dasing
2. Prof.Dr. Peter Adler-Michaelsen, General Practitioner, Chirotherapist, D.O.
Riedstraße 5
88316 Isny-Neutrauchburg
3. Dr. Christian Hogrefe, Orthopedist, Chirotherapist, Sports Physician, D.O.M.
Klinik Bad Rappoldsau
Head of Medical Department
Fürstenbergstraße 38
77776 Bad Rippoldsau
4. Prof.Dr. Toni Graf-Baumann, Executive Managing Director and Scientific
Coordinator of „DGMM-Ärztseminar Hamm-Boppard (FAC) e.V.“, Managing
Director of DGOM, Director of “Büro für Wissenschaftsmanagement,
Organisationsentwicklung und Organisationspsychologie im Gesundheitswesen
(BWM)”
Schillerstraße 14
79331 Teningen
5. Dr. Peter Kretschmer, Orthopedist, Chirotherapist, D.O.M.
Asklepios Klinik am Kurpark
Head of Medical Department
23611 Bad Schwartau
6. Dr. Hermann Locher, Orthopedist, Chirotherapist, Specialist for Special Pain Therapy,
D.O.
Lindauerstraße 16/1
88069 Tettnang
7. Dr. Matthias Psczolla, Orthopedist, Specialist for Physical and Rehabilitative
Medicine, Chirotherapist, Sports Physician
Klinik für konservative Orthopädie und Manuelle Medizin
Head of Medical Department
Gründelbach 38
56329 St. Goar
8. Beate Schlag, Managing Director of “DGMM-Ärztseminar Hamm-Boppard (FAC)”
Obere Rheingasse 3
56154 Boppard