

§ 1 Name, location and field of activities

- (1) The name of the association is “The International Lipoedema Association (ILA)”.
- (2) The association organizes health care professionals engaged in the diagnosing and treatment of lipoedema and related conditions.
- (3) The working language of the association is English.
- (4) The association is registered as a not-for-profit association in Copenhagen, Denmark.
- (1) The official address of the association is:
c/o CAP Partner
Nordre Fasanvej 113-115
2000 Frederiksberg
Denmark

§ 2 Objective

- (1) The overall objective of the ILA is to help health care professionals employ best practices in the diagnosis and management of lipoedema. In doing so the association will continue to advance scientific and clinical care of lipoedema to health care professionals and patients.

§ 3 Membership

- (1) Membership of the ILA is open to physicians, specialized nurses, psychologists, physiotherapists, dieticians, and researchers in the field of lipoedema. Further, it may include other healthcare professionals with a specific interest in lipoedema including professionals employed by the medical device and pharmaceutical industry.
- (2) Membership categories are:
 - a. Founding members
 - b. Regular members
- (3) New regular members must be approved by the board
- (4) Regular members pay a nominal annual fee which at the founding of the ILA is set at EUR 25. The annual fee may be adjusted by the Annual General Meeting and does not require a change of statutes.

§ 4 Termination of membership

- (1) Termination of membership by written notice by the member to the President or the secretariat of the association is possible at any time.
- (2) If the annual membership fee is not paid at the latest upon three written request the membership will automatically be terminated.
- (3) Termination of any membership can happen due to any other reason if approved by a minimum of

75% of the voting participants in an Annual General Meeting.

- (4) Any membership automatically terminates by the member's death.

§ 5 General Assembly

- (1) The General Assembly is the annual meeting of all members.
- (2) The annual ordinary General Assembly is held in connection with a scientific conference organised by the ILA, the International Lymphoedema Framework (ILF), or another like-minded association, with whom agreement about such collaboration has been made. If no such conference takes place at a time which is convenient to the ILA board the General Assembly may be held as a separate meeting face-to-face or online.
- (3) The General Assembly is chaired by the president. If he/she is not present, the chair goes to the vice-president. If he/she is also not present, the eldest present member of the Board is chairing the General Assembly.
- (4) An extraordinary General Assembly may take place due to:
 - a. Decision by Board or by the ordinary General Assembly
 - b. Written request by at least 10% of the members
- (5) For any ordinary or extraordinary General Assembly the members must be invited in a written way (by letter or e-mail) minimum 2 weeks in advance. The invitation must include the date, time and place of the meeting as well as the agenda.
- (6) Any request for items to be added to the agenda must be received by the President or the secretariat of the association at the latest 1 week before the scheduled date of the General Assembly.
- (7) Valid decisions – except the request for an extraordinary General Assembly – can only be taken following the agenda.
- (8) For voting at an ordinary or extraordinary General Assembly each member present has the right to vote with one vote each. Transfer of the right to vote by written proxy is possible from one member to another. Each member can only carry the vote of one other member.
- (9) The General Assembly has a quorum disregarding the number of members present.
- (10) Decisions at the General Assembly are made with a basic majority of the delivered, valid votes. Decisions aiming to change the statutes of the association or to liquidate the association need a qualified majority of 75% of the delivered valid votes.

§ 6 Duties of the General Assembly

- (1) The General Assembly has the following duties:
 - a. Election and dismissal of Board members;
 - b. Presentation and approval of the accounts of the most recently completed financial year;
 - c. Decision about the annual membership fee;
 - d. Dismissal of any membership;
 - e. Decision for changes of the statutes
 - f. Decision to voluntary liquidate the association;
 - g. Consultation and decision of any topic listed on the agenda.

§ 7 The Board

- (1) The number of members of the Board must be minimum 7 and maximum 11.
- (2) The general term of election is 3 year. Re-election is possible and there are no restrictions on the number of terms of a board member.
- (3) The founding board is appointed by the founder of the association, Dr Tobias Bertsch, and presented for approval by the founding meeting 16 November 2021 of the association. The founding board is either approved as a whole or rejected as a whole. If the founding board is rejected by a majority of the participants in the founding meeting, the founding meeting must establish an alternative founding board.
- (4) Members of the Board are elected by the General Assembly. For the purpose of guaranteeing continuity in the work of the board 1/3 of the board members will be up for election every year.
- (5) Board members are listed in alphabetical order from A-Z based on their surname and election order is according to this list.
- (6) 1/3 of the members of the founding board are up for election for the first time two years after their election. Another 1/3 is up for election after 3 years and the last 1/3 after 4 years.
- (7) If one elected member is leaving the Board inbetween two General Assemblies, the Board has the right to name a new member, who then may stand for election at the next General Assembly.
- (8) Upon election the board constitutes itself at its first meeting after the General Assembly. During the constitution a minimum of four officers are appointed for the positions of President, Vice-president, Secretary and Treasurer. Other officers may be appointed according to specifications in the ILA Rules Document.
- (9) Board meetings must be called in writing (letter or email) by the President or by the secretariat on behalf of the President. If the president is impeded the vice-president calls the meeting of the Board. If the vice-president is also impeded any other Board member has the possibility to convoke a board meeting.
- (10) The Board is able to make decisions, when all the members have been invited and at least half of the members are present.
- (11) Board decisions are made with a basic majority. If the votes are equal, the president decides.
- (12) The Board is chaired by the president. If the President is not present, the chair goes to the Vice-president. If the vice-president is also not present, the eldest present member of the Board or, alternatively, the member of the Board elected as chair by the others is chairing the Board.
- (13) A board member can resign in written form at any time to the President or the secretariat of the association. In the case the whole Board resigns an extraordinary General Assembly is called to replace the board.
- (14) A member who is employed by a company involved in the production / marketing of products used for the prevention or treatment of lipoedema is not eligible for the board.

§ 8 Rights and duties of the Board

- (1) The Board is responsible for the administration of the Society and has all the duties that are not defined by the statutes including:

- a. Establishment of an accountancy according to the needs and activities of the Society in form of a continuous revenues and spending documentation and a list of assets as minimal requirement.
- b. Employment of a person or company to support in administrative obligations of the Society.
- c. Contract closing with persons, institutions, organizations and service contractors to support or co-operate in the realization of projects.
- d. Preparation and convocation of the General Assembly with creation of the agenda according to § 6.
- e. Information of the members of the society about the activities and the finances including the accounts.
- f. Administration of the association's assets.
- g. No financial compensation is given to board members by the association. However, compensation of costs related to meetings and other activities undertaken by board members on request of the Board may be reimbursed.

§ 9 Voluntary liquidation of the association

- (1) The voluntary liquidation of the association can only be decided in the General Assembly by a minimum of 75% of the votes presented.
- (2) This meeting must – in case assets exist – decide how to transact the wealth of the association and a person responsible for this transaction must be nominated.