

REDAC

Réseau d'études sur la drépanocytose en Afrique centrale – Central Africa Network of Sickle Cell Disease Study

Statutes of the association, according to the French law of 1st July 1901

PART I

FORM – OBJECT – HEAD OFFICE – DURATION

Article 1: Form and designation

An international non-governmental association targeting the Central Africa region and designated as “RESEAU D’ETUDE SUR LA DREPANOCYTOSE EN AFRIQUE CENTRALE - REDAC” (Central Africa Network of Sickle Cell Disease Study), which will be governed by the French law of 1st July 1901 and the present Statutes of the association, is formed between the undersigned and all the natural persons who adhere to the present Statutes.

This association is registered in France.

Article 2: Mission and social object

The association is mandated to develop the collaboration between the concerned countries, in order to promote the struggle against sickle cell disease.

The scope of the association’s activities is expanded in the Central Africa region (Angola, Burundi, Cameroon, Gabon, Equatorial Guinea, Kenya, Uganda, Central African Republic, Republic of Congo, Democratic Republic of Congo, Rwanda, South Sudan, Chad and Tanzania).

The objectives of the REDAC association are to foster:

With the members of the REDAC:

- The exchange and the dissemination of knowledge on sickle cell disease;
- The implementation and publication of national and regional research studies;
- The transfer of knowledge and technology between member countries;

With the scientific partners from the African continent:

- The exchange and the dissemination of knowledge on sickle cell disease in order to improve the quality of care between countries of the South;
- Regional agreements for the struggle against sickle cell disease;

With local and international authorities, multinational agencies, financial partners and pharmaceutical laboratories:

- The exchange and the dissemination of knowledge on sickle cell disease;
- The advocacy on sickle cell disease through the dissemination of information such as epidemiologic data, publications, etc.

The REDAC is a nonprofit and politically neutral association.

Article 3: Head office

The head office of the association is located in:

Institut Européen de Coopération et de Développement
20, rue de Dantzig

75015 Paris
France

The head office may be transferred to any other place, on decision of the Board of Directors.

The administrative headquarters is located in:

Centre de Formation et d'Appui Sanitaire
10, av. Mbaza-Mboma
Mont-Ngafula
Kinshasa
Democratic Republic of Congo

Article 4: Duration

The duration of the association is unlimited.

PART TWO COMPOSITION

Article 5: Composition

The network is composed of:

- funding members (Committee of Wise Persons),
- representative members,
- active members,
- corresponding members,
- supporting members,
- honorary members.

Funding members are the professionals who funded the REDAC:

- Professor Jean-Paul GONZALEZ
- Doctor Gylna LOKO
- Doctor Baron NGASIA
- Doctor Lucas SICA
- Professor Léon TSHILOLO
- Doctor Guillaume WAMBA
- Mrs. Lydie ZE MEKA

They form the Committee of Wise Persons, which is in charge of the scientific validation of the REDAC's activities. They have voting rights (deliberative vote) and are eligible to the different posts in the network.

Representative members are the professionals who fulfil the same conditions as active members, and who are designated by the Committee of Wise Persons to represent their country for a three-year period (renewable).

They have voting rights (deliberative vote) and are eligible to the different posts in the network.

Active members are those who are engaged in the struggle against sickle cell disease:

- Who practice in the public health, care and/or research fields,
- Who reside or who has already worked in any country of the Central Africa region,
- Who are interested in sickle cell disease,
- Who adhered to the present Statutes,
- Whose adhesion will have been validated by the Board of Directors,
- Who regularly pay their contribution to the association.

They have voting rights (consultative voice) and are eligible to the different posts in the network.

Corresponding members are those who are engaged in the struggle against sickle cell disease:

- Who practice in the public health, care and/or research fields,
- Who do not reside in any country of the Central Africa region,
- Who are interested in sickle cell disease in Central Africa,
- Who adhered to the present Statutes,
- Whose adhesion will have been validated by the Board of Directors,
- Who regularly pay their contribution to the association,
- Who applied with a CV, a motivation letter and who are sponsored by at least one active member.

They have voting rights (consultative voice) but they are not eligible to the different posts in the network.

Supporting members are those who gave a significant financial contribution to the network.

They have voting rights (consultative vote), but they are not eligible to the posts in the network.

Honorary members are those who remarkably contributed to the promotion of the network. They have a consultative vote.

There is no restriction on the number of members of the association.

Article 6: Conditions of admission

The Board of Directors rules on the applications for membership, without having to justify its decision in a case of refusal.

The title is awarded by the Board of Directors (active, corresponding, supporting, honorary), and the title of representative is awarded by the Committee of Wise Persons.

Each member undertakes to adhere to the present statutes.

The adhesion is individual and may neither be transferable, nor acquired by succession.

Article 7: Contribution and entrance fees

All members of the association, except honorary members, shall pay a yearly contribution whose amounts are fixed each year by the General Assembly, who can also establish entrance fees for the new applicants to the association.

The payment is individual, and is directly made to the REDAC's bank account.

The amount of the yearly contribution is fixed each year. The means of setting are defined in the internal rules.

Article 8: Loss of membership

Membership is lost:

- Through death,
- Through resignation, which shall be notified by writing to the President of the Board of Directors,
- Through exclusion pronounced by the Board of Directors, for a serious reason. The interested party will have been invited, beforehand, to appear before the Bureau to give an explanation. The interested party has the right to appeal the decision to the General Assembly. A $\frac{3}{4}$ of the votes is needed for the ratification of the exclusion. The member is suspended and shall have no right to vote, pending the appeal decision.

The association continues to exist despite any member's death, resignation or exclusion. The excluded or resigning members shall have no right to claim over the assets of the association.

PART III

ADMINISTRATION AND OPERATION

Article 9: General Assembly

The General Assembly is the supreme body of the network, and consists of all funding members, and all registered members who are up to date with their contributions.

Once a year, an ordinary session of the General Assembly takes place by convocation of the President. The General Assembly may occur using all available means of communication.

The agenda is fixed beforehand by the Bureau, and it is notified on the convocation. The convocation shall be sent at least 20 days before the meeting.

The General Assembly may only deliberate if at least half plus one of all its members are present or represented.

The moral and financial reports are presented by the President. The Treasurer reports on the management and submits the account of his management to the approval of the Assembly.

After covering the agenda, the Assembly proceeds to the election of the outgoing members of the Board of Directors.

The decisions of the General Assembly are adopted by a simple majority of the members who are present or are represented, and who have voting rights (eligible and up to date with their contributions). Votes are cast by a secret ballot.

The deliberations of the General Assembly are recorded in the form of minutes, which are held in a register and signed by the Chairman of the session.

If necessary, or following request coming from at least half plus one of the registered members, the President may call an Extraordinary General Assembly, according to the procedures listed above.

The General Assembly has power to:

- Choose the members of the Board of Directors every two years,
- Approve the network's biennial program ,
- Approve the moral and financial reports of the Executive Secretary,
- Confirm the adhesions and sanctions,
- Review the network's statutes and internal rules.

Article 10: Board of Directors

The association is ruled by a Board of Directors which is composed of at least 7 members, included the funding members, who are elected by secret ballot in the General Assembly. These members are elected for a renewable two-year period, by a third. The Board of Directors is renewed during the Symposium which takes place every two years, subject to exception.

In the event of a post being vacant, the Board of Directors temporarily provides for the replacement of its members.

All members have a deliberative voice.

The Board of Directors meets once a year by convocation of the President, or following request coming from at least one third of its members.

If so, the Board of Directors may use any means of communication to organize a meeting.

The decisions made in the Board of Directors are adopted in the same conditions as in the General Assembly. The members who cannot attend the Board may empower another Board member as

their substitute in writing the delegation of vote. This delegation is handed to the President. A member may not hold more than two delegations.

The deliberations are recorded in the form of minutes, which are held in a register signed by the President and the Secretary. This register is addressed to all of the members of the Board of Directors.

Article 11: Bureau

Every two years, after one-third of the administrators is renewed, the Board of Directors chooses within the Board a Bureau made of a President, a Vice-President, a Secretary General and a Treasurer.

The Bureau is responsible for executing the decisions made by the General Assembly and the Board of Directors, and ensuring the effective operation of the association.

The President of the Board of Directors is also the President of the association. He/she chairs the meetings of the Board and the General Assemblies, directs the debates, ensures the order and regularity of the deliberations, and ensures that the statutes and internal rules of the associations are observed. In the event of absence or incapacity of performing his/her duties, the President is replaced by the Vice-President or, by default, by an administrator designated by the Board of Directors.

The Secretary General sends the convocations, writes the minutes as well as the correspondence, and keeps the registries of the association.

The Treasurer keeps the account of the association, proceeds to the payments and received all monies, in accordance with the decisions adopted by the Board of Directors. Bank checks and any other means of payment are signed by both the Treasurer and the Secretary General, after obtaining the approval of the President.

Board members' posts are not remunerated. The reimbursement for Board members' mission, displacement or representation expenses shall be approved by the Bureau.

PART IV REDAC ACTIVITIES

Article 12: Symposium

A Symposium of the REDAC is organized every two years.

Each country willing to organize the REDAC may provide an application to the Bureau. The host country will be selected during the Board of Directors' meeting, at least 6 months before.

The REDAC will be in charge of the whole organization, with the help of the host country for:

- The program and its content, with the approval of the Committee of Wise Persons,
- The financing, for which an appeal to sponsors can be made,
- The logistics.

A workshop is organized during the years without Symposium.

Article 13: Publications

The purpose of the REDAC is to improve the quality of care for sickle cell disease, especially through research and joint publications.

The publications will clearly identify and quote the REDAC with its logo and the designation: Réseau d'étude de la Drépanocytose en Afrique Centrale – Central Africa Network of Sickle Cell Disease

Study, association governed by the French law of 1st July 1901, as well as the address of the administrative headquarters.

The participation of young professionals may be encouraged.

PART V DISCIPLINE

Article 14: Ethics

The members may respect established ethical codes.

Article 15: Sanctions

Any violation, even a partial one, of the statutes and internal rules of the network exposes offenders to sanctions which are in ascending order warning, suspension and exclusion.

Article 16: Procedures

Suspension does not result in loss of membership, but suspension of the right to vote in the General Assembly. It is pronounced by the Board of Directors and it is confirmed, or not, by the General Assembly. Exclusion leads to the loss of membership and all the rights attached to such membership. It is pronounced by the General Assembly, on a proposal from the Board of Directors.

PART VI RESOURCES OF THE ASSOCIATION

Article 17: Resources

The annual resources of the association are composed of:

- Revenues from the adhesions,
- Revenues from annual contributions,
- Revenues from the network's own activities,
- Revenues from support: grants and subventions, various donations, exceptional receipts, etc.
- Property income, and more generally any revenue from activities which are not prohibited by law.

Article 18: Financial statements

Full accounts shall be kept showing an income statement, the net surplus for the reporting period and a balance sheet on a yearly basis.

The Board of Directors is committed to present its registry and accounting documents upon request of the financial administration and the delegates mandated by the relevant ministries.

Above the legal threshold, the accounts shall be certified by an external auditor.

PART VII VARIOUS PROVISIONS

Article 19: Working languages

The working languages of the REDAC are French and English.

Article 20: Internal rules

The Board of Directors may establish internal rules, which may be approved by the General Assembly.

The internal rules determine the various points which are not provided for by the Statutes, in particular those related to the internal administration of the association.

Article 21: Modification of the statutes

The statutes may be modified only if an Extraordinary General Assembly is convened specifically for that purpose. The decision of modification may be adopted only by a two-third majority of the present or represented members.

Article 22: Dissolution

The voluntary dissolution of the network may be decided only if an Extraordinary General Assembly is convened. More than half of the registered members shall be present or represented. The decision of the dissolution requires the approval of a two-third majority.

In the case of dissolution, the General Assembly shall designate one or several liquidators in charge of liquidating the association's assets. The asset may be attributed to associations in Central Africa which are involved in similar objectives.

Article 23: Disputes

Any dispute that might arise concerning the interpretation or the execution of the present conventions shall be submitted to the competent courts of the place where the association has its head office.

Article 24: Representation

The association is represented in and out of court by its President or, by default, by a mandated member of the Board of Directors.

Statutes adopted in Yaoundé, on June 16th, 2015.

Professor Léon Tshilolo
Gonzalez

Professor Jean-Paul