

DONOR z.s.

Articles of Association

I

General provisions

Name, status and registered office

1. Donor z.s. has the registered office in Prague 5. Czech equivalent of its name is "Dárce".
2. The registered office of Donor is: Štěpařská 2/1207, Prague 5, 154 00, Czech Republic

Mission and objectives of Donor

3. **Donor z.s.**, is a voluntary, non-governmental, non-profit association of citizens and legal persons which are linked by the program of support and psychosocial assistance to patients after transplantation of hematopoietic stem cells and/or severe acute and chronic diseases, their families and medical staff. The objective of the association is:
 - a) humanization of haemato-oncological ward – transplantation unit
 - b) organization and ensuring of early recondition stays for children and adolescents with parents, to improve the mental and physical condition of children, their parents and siblings – facilitating of their return to normal life
 - c) organization and medical provision of short-term rehabilitation, sporting or cultural stays in the Czech Republic or abroad of children and families after transplantation of hematopoietic stem cells
 - d) issuance of educational and promotion materials with the objective to improve awareness of children, parents, medical staff and the wider public
 - e) support of education and requalification of adolescents after transplantation of hematopoietic stem cells
 - f) assistance to families of children after the transplantation in a difficult life situation, cooperation with organizations "Cesta domů" and hospices for children and youth, purchase or lending of medical aids not covered by an insurance company
 - g) improvement of mutual cooperation of parent of sick children with nursing staff and parents themselves – organizing lectures, seminars, cultural and educational events, relaxation program for accompanying parents
 - h) support of professional education of medical staff taking care of children with cancer or blood disease, purchase of expert literature and textbooks
 - i) organization and support of leisure time activities during hospitalization – material and financial security
 - j) direct purchasing of equipment (medical, laboratory, office ...), aids and devices or provision of subsidies for their purchase for the transplantation ward and other specialized departments focused on the diagnostics and treatment of pediatric patients
 - k) organization or support of professional and social events
 - l) support of professional international cooperation and accreditation of the transplantation unit (JACIE,...)
 - m) support of insurance of the patients assigned to clinical/academic studies
 - n) support of databases, internal and external auditors of clinical/academic studies

4. To ensure objectives of the point 3

- a) to obtain financial and material resources through collections, initiation of “*sponsorship*” and based on accepted projects in grant or subsidy proceedings of state, municipal or private institutions inland or even abroad; for this purpose, to cooperate with companies, foundations and associations having the same objectives and focus, and to coordinate mutual activities with them using agreements, contracts or a possible participation of Donor representatives in their bodies.
- b) by development of mutual cooperation of parents of children after bone marrow transplantation, health professionals and the wide public by direct activity and also using information provided by the media, internet etc.

II.

Membership, members' rights and obligations

Membership

5. Anyone who has reached the age of 18 and who wishes to contribute to the fulfilment of the mission and objectives of Donor according to points 3 and 4 of these Articles of Association may become a member.
6. Anyone who has reached the age of 18 and who is interested in cooperation and acts in compliance with the Articles of Association may be elected an honorary member.

Members' rights and obligations

7. Every member has the right to participate in all events of Donor.
8. Every member has the right to vote and be voted to bodies of Donor, to submit proposals and to be informed about activities of Donor.
9. They are entitled to vote at the meetings which they attend. If they do not attend any general meeting, they may vote by correspondence.
10. Every member shall pay an annual contribution in the amount of CZK 100 no later than on 30th March of the respective year.

Origin and termination of membership

11. Membership in the association is established on the day of delivery of the application to the registered office of Donor and payment of the membership fee.
12. The membership in Donor is terminated by
 - a) member's written statement of resignation,
 - b) failure to fulfil member's obligation, if they do not pay the contribution for 3 years and they do not participate in events and meetings of Donor for at least three years,
 - c) discovery of other facts which are objectively incomparable with the membership.

III.

Organizational and property provisions

Organizational structure of Donor

13. The supreme body is an annual meeting of Donor, which meets once a year, or an extraordinary meeting of Donor which is convened by the Executive Committee of Donor, whenever necessary.
14. The annual or extraordinary meeting of Donor
- a) adopts Articles of Association of Donor and other significant organizational and economic regulations,
 - b) discusses and approves the activity report of the Executive Committee of Donor, auditor's report and management report,
 - c) approves principles of economic management for the next period and decides on any important steps and activities of the Executive Committee of Donor,
 - d) elects members of the Executive Committee of Donor and auditor, and subsequently confirms any recall or cooptation to these bodies performed between annual or extraordinary meetings of Donor,
 - e) decides on the dissolution of Donor.
15. The Executive Committee of Donor
- a) is a statutory body of Donor and it ensures its activity between annual or extraordinary meetings of Donor,
 - b) is elected for a two-year term and it must have at least three members with an odd number of members,
 - c) elects a Chairman, Vice-Chairman and Treasurer from among its members,
 - d) approves, among others, an annual budget, recalls and cooptates members of the Executive Committee, if it is necessary to ensure activity between annual or extraordinary meetings of Donor. If the auditor is not functional, it ensures the annual inspection of economic management by an independent entity during this period.
16. Chairman of the (Executive) Committee of Donor
- a) represents Donor externally and acts on its behalf, they may authorize other member of the Executive Committee in writing to exercise their powers,
 - b) convenes meetings of the Executive Committee of Donor,
 - c) in urgent matters, immediately decides and subsequently informs the Executive Committee of Donor about their decisions.
17. The Vice-Chairman represents the Chairman in their absence in their full powers and responsibilities.
18. The Economist/Treasurer is responsible for the economic management of Donor.
19. The Auditor is a body independent from the Executive Committee of Donor and they are elected for four years by an annual or extraordinary meeting of Donor to which they are responsible for their activity.

The Auditor shall submit a report about their activity.

The Auditor shall be entitled to participate in any meeting of the Executive Committee of Donor and they shall have a free access to all documents connected with activities of Donor.

Principles of decision making

20. Decisions in bodies of Donor are adopted by a public vote, each voter has one vote.
21. Decisions about the Articles of Association and their amendments must be adopted by at least two thirds of the members present participating in the vote.
22. Other decisions are valid, if they are adopted by the absolute majority of the members participating in the vote.
23. In the event of a tie, Chairman's vote shall be decisive.
24. In extraordinary cases, the Executive Committee of Donor may vote on matters of Donor by correspondence. In doing so, it considers every written proposal of a received negative answer to be the vote against, consensual answers to be the votes for, and any absence is recorded only if it is expressly stated, and the rest to the total amount of sent questions considered to be the votes for.

Acting and signing on behalf of Donor

25. The Executive Committee of Donor acts on behalf of Donor, the Chairman or the Vice-Chairman or even any other member of the Executive Committee based on an authorization acts on behalf of the Executive Committee. The Chairman or the Vice-Chairman or even any other member of the Executive Committee based on an authorization signs on behalf of Donor.

Property and economic management

26. Property of Donor arises from members' contributions, donations, grants, subsidies and its own economic activities, and it serves exclusively to cover the necessary needs connected with activities of the association.
27. In the event of any termination of activities of Donor, a financial settlement shall be carried out and the remaining assets shall be transferred to an account of a suitable non-profit organization which has a focus which is the same or very close to the primary objective of Donor in its memorandum.

These Articles of Association were adopted by the constituting meeting of the Committee of Donor on: 4th October 2014.

prof. MUDr. Petr Sedláček, CSc.

Chairman of the Executive Committee

Members of the Committee (5)

Chairman:

prof. MUDr. Petr Sedláček, CSc., born on: 24th January 1963

residence at: Štěpařská 2/1207, Prague 5, 154 00, Czech Republic

Statutory Representative:

Ph.Dr. Marie Choniawková, born on: 24th March 1952

residence at: Jánského 2416, Prague 5, 150 00, Czech Republic

Executive Director:

Pavel Moulis, born on: 9th April 1969

residence at: Vrtbo 53, Horní Bělá, 331 52, Czech Republic

Member of the Committee:

Blanka Nagyová, born on: 1st June 1965

residence at: Jablonecká 358/25, Prague 9, 190 00, Czech Republic

Member of the Committee:

Mgr. Jiřina Nevyjelová, born on: 27th November 1965

residence at: Biskupcova 26, Prague 3, 130 00, Czech Republic

Auditor:

MUDr. Petra Keslová, 12th April 1968

residence at: Prusíkova 2436, Velká Ohrada, Prague 13, 155 00, Czech Republic

administrative worker:

Renata Hirková, born on: 12th August 1964

residence at: Cyrila Boudy 281, Slaný, 274 01, Czech Republic