

STATUTES EUROPA UOMO (AMENDED VERSION)

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TITLE I: LEGAL FORM – NAME – REGISTERED OFFICE – PURPOSE AND ACTIVITIES – DURATION

ARTICLE 1. LEGAL FORM – NAME

§1. A non-profit and non-political association called “European Prostate Cancer Coalition Europa Uomo” (hereinafter Europa Uomo) is established.

§2. The association falls within the scope of the Belgian Code of Companies and Associations, as introduced into Belgian law by the Law of March 23, 2019, published in the Belgian Official Gazette of April 4, 2019.

ARTICLE 2. SEAT

§1. The association's registered office is located at the following address: Brusselstraat 51, 2018 Antwerp and falls under the Flemish Region.

§2. The registered office can be transferred to another location in the Flemish Region by simple decision of the Board.

§3. The Board may open administrative offices or branches when and where it deems this necessary, both in Belgium and abroad, provided that all legal provisions that must be respected in this regard are observed.

ARTICLE 3. OBJECTIVES AND ACTIVITIES OF THE ASSOCIATION

§1. Europa Uomo is focused on prostate cancer and prostate-related conditions.

§2. Providing support and solidarity to men with prostate cancer and their relatives and carers throughout Europe is the selfless goal of the non-profit organization. Some examples of activities that the association focuses on:

- calling for better information and awareness among public and health operators about prostate cancer, its prevention and treatment,
- increasing general awareness of the importance of this disease and promoting joint efforts regarding research, prevention, early detection, early diagnosis and treatments.

§3. Europa Uomo will promote initiatives to give appropriate priority to prostate diseases in general and prostate cancer in particular, in the context of European health issues, taking into account the cultural differences between countries.

§4. Such objectives will also be pursued by organizing international campaigns at European level, through conferences, journal publications, and other informative materials, research, exchanges and seminars.

§5. Europa Uomo may participate in any debate or activities at European and international level on any matter involving patients, their treatments and rights, in order to take positions on them and communicate them to the appropriate parties. As such, Europa Uomo can participate in any multi-stakeholder organization to defend the position of its members without giving up its independence. Europa Uomo can also become a member of other European and international organizations.

§6. Europa Uomo will also assist its members, active within their national borders, to achieve the same image and awareness by organizing advocacy training and offering basic information tools (brochures, material for a website, etc.) that can be used by member-organizations.

§7. Europa Uomo will promote the quality of life of patients with prostate cancer and their relatives and carers, using all possible means.

§8. Europa Uomo may enter into any activities and undertake any actions that are directly or indirectly related to the above-mentioned objectives of the Association, or that are necessary or useful for the realisation of such objectives, including acquiring ~~acquire~~ assets of any kind and concluding agreements, including commercial contracts, that may be necessary or useful for achieving the objectives of Europa Uomo.

ARTICLE 4. DURATION

§1. The association was established for an unlimited duration.

TITLE II: MEMBERSHIP: MEMBERS, FULL AND AFFILIATED MEMBERS, ACCEPTANCE, EXCLUSION AND DISMISSAL FROM MEMBERSHIP, ANNUAL MEMBERSHIP FEES

ARTICLE 5. MEMBERS

§1. The association consists of 2 types of members: full members and other members. Within the other members, a further distinction is made between associate members, supporting members and honorary members. The other members are mentioned in these articles of association as follows: “associate members”, “supporting members” and “honorary members”. There are at least three full members with all rights as described for 'members' in the Code of Companies and Associations. Full members have all rights and obligations described in the Code of Companies and Associations and in these articles of association. Other members only have the rights and obligations described in these articles of association. Other members have no voting rights.

§2. Membership of Europa Uomo is possible for patient associations that wish to become members of Europa Uomo, provided that they do not use the same name [Europa Uomo] unless it is followed by a reference to a location such as a country and such naming must be approved by the Board, subject to a right of appeal to the General Assembly.

§3. Full members are independent, patient-led prostate cancer self-help groups (with a governing body consisting of a majority of patients with prostate cancer), who endorse the objectives of the non-profit organization Europa Uomo and have full administrative and organizational freedom and autonomy. If they meet these conditions, they can apply for full membership. Member organizations are free to organize their bodies in accordance with the laws and custom and practice of their country.

§4. As mentioned above, in addition to full members, there are also ‘other’ members, who are divided into associate members, supporting members and honorary members.

§5. Associate members are well-established patient groups [with a governing body including patients with prostate cancer] that deal with patient support in general and prostate cancer problems in particular and who endorse the objectives of Europa Uomo. While enjoying full administrative and organizational freedom and autonomy, they may apply for associate membership. Joined associate member organizations are completely free to organize their association in accordance with the laws and custom and practice of their country.

§6. Affiliated supporting members are organizations that endorse the objectives of Europa Uomo and have full administrative and organizational freedom and autonomy. If the organizations meet the aforementioned requirements, they may apply for affiliated supporting membership. Supporting membership can also be offered to organizations that help Europa Uomo to achieve its objectives.

§7. Honorary membership can be offered to individuals as a recognition for services rendered to Europa Uomo. Such persons are called ‘admitted honorary members’.

ARTICLE 6. MEMBERSHIP: ACCEPTANCE, EXCLUSION, DISMISSAL

§1. Any organization wishing to apply for membership, as described in Article 5, must submit an application for membership to the secretariat of Europa Uomo. With this application, the candidate member must submit all necessary information (statutes, confirmation that they comply with all legal and regulatory provisions in their country, composition of the Board, budget, operating report of the previous year and sources of financing) so that the Board of Europa Uomo can assess whether the candidate is eligible or not. Based on consideration of the application, the Board will submit a proposal to the next General Assembly, where a majority vote will decide whether or not to accept the candidacy.

§2. If an application for full membership is not accepted, the applicant may be offered “associate membership”, subject to the agreement of the General Assembly.

§3. At the General Assembly of Europa Uomo, only full members can vote under the following conditions:

- There is one vote for each country.
- If there is more than one full member per country, the full members of the country concerned must decide amongst themselves who can cast their national vote.

- If there is more than one full member for a given country, and if the full members of the country concerned cannot decide who will vote for their country, they will not be able to use their national vote at the General Assembly.

§4. Candidates for “other members” have to be presented by the Board to the General Assembly, which will decide on the candidacy of these candidate members by a simple majority.

§5. Membership commences after a General Assembly where the membership was accepted.

§6. All members may participate in the General Assembly, but only one full member [the voting member as defined in this article] per country may vote. All others may attend the General Assembly as observers and give their opinions and advice at the invitation of the Chairman of the General Assembly.

§7. Any member organization can submit its resignation by sending a registered letter or e-mail to the secretariat of Europa Uomo with a copy of the decision to that effect, both signed by two mandated persons of the resigning member organization. Any resignation will be reported at the next General Assembly.

§8. Full, associate and supporting membership may be terminated by decision of the General Assembly if the member no longer meets the conditions stated in these articles of association to become a member of Europa Uomo in the relevant category of membership. If a full or other member has not paid the annual membership fee by March 31 of the calendar year in question, the secretariat of Europa Uomo will inform the member concerned in writing (by letter or by e-mail) during the month of April and request payment of the membership fee before the General Assembly in that year.

§9. If the General Assembly determines that the member concerned has not yet paid his membership fee, as requested by the secretariat of Europa Uomo during the month of April, the member concerned will be excluded from the voting at the General Assembly for the year in question. If non-payment continues in the next year the procedure for dismissal will commence before General Assembly.

§10. The Board may invite members to submit documents every 3 years proving that they continue to meet the relevant membership criteria.

ARTICLE 7. ANNUAL MEMBERSHIP FEES

§1. The annual membership fee for members is recommended each year by the Board to the General Assembly as part of the agenda for the meeting, whether it is an increase or a continuation of the previous fee. This proposal may be amended or approved by the General Assembly.

§2. The Board may recommend to the General Assembly an exemption from membership fees for new members. This exemption cannot last more than three years.

TITLE III: THE GENERAL ASSEMBLY; POWERS, COMPOSITION, MEETING AND INVITATION, VOTING AND DECISIONS

ARTICLE 8. THE ANNUAL GENERAL ASSEMBLY

§ 1. The General Assembly is competent for:

- a) amendment of the articles of association;
- b) appointment and dismissal of Board members and, if applicable, auditors;
- c) approval of the annual accounts and the budget;
- d) the discharge of Board members, as well as, where applicable, the auditors;
- e) legal action against Board members;
- f) the dissolution of the association;
- g) accepting, excluding and dismissing a member;
- h) accepting house rules or internal regulations and their amendments;
- i) all other cases in which the Code of Companies and Associations or the present articles of association require the intervention of the General Assembly.

§ 2. Composition

The General Assembly consists of all voting members of Europa Uomo. Each country has one vote. The person entitled to vote will declare that he or she has no conflict of interest with one or more items on the agenda. If there is a conflict of interest, the person entitled to vote will leave the meeting before the deliberations and before voting on these agenda items for which he or she has declared a conflict of interest.

§ 3. The Annual General Assembly (here and after AGA)

The General Assembly meets in plenary sessions. Only voting delegates of full members, one per country, can participate in the votes.

The AGA, chaired by the Chair of Europa Uomo, meets at least once a year, during the months of May or June and in any case not earlier than May 1st. The AGA is convened by e-mail at least 30 calendar days before the date of the meeting. The agenda of the AGA is attached to the invitation.

§ 4. Voting, decisions

The quorum for an ordinary AGA is fifty percent (50%) of the countries represented in Europa Uomo plus one. A full member can give a proxy to a voting member by sending an e-mail to the secretariat of Europa Uomo at least 24 hours before the commencement of the General Assembly. However, one voting member can carry only one proxy.

If the quorum is not reached, the Board will convene a second ordinary General Assembly after at least two weeks have elapsed and this will be legally valid regardless of the number of voting delegates present or represented.

The members of the Board have no voting rights in the General Assemblies arising from their membership of the Board, but if appointed as voting members of their country, they are entitled to vote in that capacity.

All decisions are taken by a simple majority, unless otherwise stated in these articles of association and in the Code of Companies and Associations. The decisions are recorded in a report signed by the Chair and the Secretary of Europa Uomo and kept at the registered office of Europa Uomo. Amendments to these Statutes and to the Bye Laws of Europa Uomo may be decided at AGA provided that the content of these amendments is clearly stated on the agenda and is in accordance with the provisions of Article 9 of these statutes.

TITLE IV: AMENDMENT OF THE ARTICLES OF ASSOCIATION

ARTICLE 9.

§1. Without prejudice to the application of the Code of Companies and Associations, no proposal to amend the articles of association or the dissolution of Europa Uomo will be considered unless it has the support of at least one fifth [20%] of the voting members of Europa Uomo.

§2. The Board will, after receiving such a proposal, decide whether the proposal should be submitted at the next AGA or during an Extraordinary General Assembly. Such a General Assembly may only decide on changes to the articles of association if two-thirds of the voting members are present or represented by proxy.

§3. If this last condition is not met, a second meeting will be necessary and the new meeting will validly deliberate and decide, regardless of the number of members present or represented. The second meeting may not be held within fifteen days following the first meeting.

§4. A proposal to amend the articles of association will only have effect if it is supported by two-thirds of the votes cast, with abstentions not being included in either the numerator or the denominator. However, if the amendment to the articles of association relates to the objectives and activities of the association, the amendment to the articles of association is only adopted if it has received four-fifths of the votes cast, whereby abstentions are not included in the numerator or in the denominator.

TITLE V: THE BOARD; POWERS, COMPOSITION, MEETINGS – DECISION MAKING – REGISTER OF DECISIONS AND MINUTES

ARTICLE 10. THE BOARD

§1. The powers-of the Board

The Board has the power to perform all administrative and management actions that are necessary or useful to achieve the purpose of Europa Uomo, with the exception of those actions for which only the General Assembly is authorized under the Code of Companies and Associations and these Statutes.

The powers of the General Assembly are set out in article 8, § 1, of this Statutes and these articles of association.

The Board may decide to delegate the daily management of Europa Uomo to one or more of its members or to other persons. The Board determines the powers of such executive management.

§2. Composition of the Board

The Board will consist of at least seven and no more than nine members from different member countries. Board members are elected from a list of proposed persons by the full members of Europa Uomo with no more than one candidate per member country. In any case, the number of Board members must always be lower than the number of full members with a minimum of three.

Board members are elected by the members of the General Assembly for a maximum of two consecutive three-year terms. After two consecutive terms a Board member has to wait to be candidate for the Board. Afterwards, they will have to wait for at least thirty-six months before they can be considered for a new appointment as a member of the Board. Only a natural person delegated by a full member of Europa Uomo is eligible for the mandate of member of the Board. In exceptional circumstances, the Board may propose to the General Assembly to change the duration of the terms of Board members. Such a proposal must be approved by a majority of at least two-thirds of the voting members of General Assembly.

By the Law, Board membership ends upon death, resignation, inability to participate in Board meetings (as decided by the other members of the Board), the decision to withdraw membership by the General Assembly, the loss of civil rights, or the said member is declared unfit to fulfil the mandate with dignity by the General Assembly as a result of unbecoming behaviour.

If there is a conflict of interest for any item of the agenda, the Board member needs to leave the meeting before the deliberations and voting on the agenda item or items for which the Board member concerned has declared that he or she has a conflict of interest.

Board members can be dismissed from the Board at any time by decision of the General Assembly, provided that two-thirds of the members present at the General Assembly Meeting approve the dismissal of the board member concerned. Such dismissal must follow a correct and fair procedure.

If a Board position becomes vacant, the Board may call on the next candidate with highest score on the reserve list to fill the vacancy until the next AGA. The Board member in question can then be a candidate for the position on the Board at the next General Assembly.

If multiple candidates on the reserve list hold the same position with equal scores, one of them will be selected by chance, under the guidance of the Executive Committee, to fill the vacant position until the next General Assembly.

The Board will elect a Chair, a first and second Vice-Chair, a Treasurer and a Secretary from among its members. The Chair, the first Vice-chair, Treasurer and Secretary will become the Executive Committee. Each outgoing Chair will remain available to the Board when necessary.

All decisions regarding the appointment and the change in the composition of Board are deposited with the Registry of the Enterprise Court of Antwerp for publication in the appendices of the Belgian Official Gazette and in the Crossroads Bank for Enterprises. Any amendment to the articles of association of Europa Uomo must be communicated to the Belgian authorities and, accordingly,

the amended articles of association and accompanying documents must be filed with the registry of the Antwerp Entrepreneurship Court for publication in the annexes of the Belgian Official Gazette and the Crossroads Bank for Enterprises .

§ 3. Meetings of the Board

The Board will meet at least twice a year. The meetings will take place upon invitation from the Secretary, sent by e-mail or other electronic means at least fifteen days before the date of the meeting.

The Board may also meet whenever the Chair or Secretary deems it necessary, or when three members of the Board request it in writing.

§ 4. Decision-making within the Board

Decisions are taken by simple majority of members present, provided that the meeting is quorate. In the event of a tie, the Chair of the Board will have the casting vote. In case the Chair is absent, the Board is chaired by the Vice-Chair, member of the Executive Committee.

§ 5. Personnel policy

If necessary, the Board may employ and remunerate additional persons with the required competences to organize and carry out the work of Europa Uomo. The Board will determine the contractual terms of the employment of employees and the employment will be subject to the social legislation of the country of employment.

§ 6. Register of the minutes of the meetings of the Board

The minutes of the meetings of the Board are signed by the Chair and the Secretary or if either of them is not present by a Board member present at the meeting and acting in their position.

The minutes of the meetings with the decisions and resolutions of the Board are kept in a register that can be consulted at the secretariat of Europa Uomo.

TITLE VI: LEGAL REPRESENTATION OF THE ASSOCIATION TOWARD THIRD PARTIES

ARTICLE 11.

§1. All documents binding the association must be signed by two Board members who have been authorized by the Board. These representatives are not required to provide third parties with proof of their authority in this regard.

§2. The Board exercises all the legal rights of Europa Uomo and, if necessary, is legally represented by the Chair or the Secretary of the Board or by two members of the Board authorized by the Board or by a person authorized for this purpose by the Board.

§3. In application of Article 9:7, § 2, of the Code of Companies and Associations, such a representation clause can be invoked against third parties under the conditions specified in Article 2:18 of the aforementioned Code.

§4. Any decision regarding the appointment or termination of a person or persons entitled to represent Europa Uomo will be published in accordance with the legislation in force.

TITLE VII: FINANCIAL POLICY

ARTICLE 12. ANNUAL ACCOUNTS AND BUDGET

§1. The financial year runs from January 1 to December 31. The annual accounts for the past financial year and the budget for the financial year following the financial year to which these annual accounts relate, are prepared by the Board and submitted to the AGA for approval.

§2. In order to enable the AGA to make an informed assessment of whether the annual accounts and the budget can be approved, the two aforementioned documents will be made available to all members of the General Assembly before the AGA.

§3. The annual accounts and all general ledger accounts are audited by an auditor appointed by the AGA.

§4. The Board will ensure that the annual accounts approved by the AGA are filed with the Registry of the Enterprise Court of Antwerp.

TITLE VIII: DISSOLUTION - LIQUIDATION

ARTICLE 13. DISSOLUTION

§1. Except for cases of judicial dissolution and dissolution by operation of law, dissolution can only be decided by a General Assembly, in accordance with Article 2:109 of the Code of Companies and Associations and in accordance with these articles of association.

§2. The decision of dissolution also mentions the appointment of three liquidators. Failing this, the court may make such an appointment at the request of any interested party.

ARTICLE 14. DESTINATION OF THE ASSETS

§1. Whatever the cause of the dissolution, the destination of the net assets is determined by a General Assembly, at which the liquidators can submit proposals.

§2. When determining the destination, the liquidators and a General Assembly must take into account the purpose of Europa Uomo and also impose this condition on the donee.

§3. Under no circumstances may the assets be allocated to members or former members.

TITLE IX: GENERAL PROVISION

ARTICLE 15.

§1. Matters that are not regulated by these articles of association are regulated in accordance with the Code of Companies and Associations.

§2. These amended Statutes will come into force the day following the AGA meeting on May 22nd, 2026 and supersede all previous versions of these Statutes.



Erik Briers
CHAIR

Ayia Napa – Cyprus, May 22nd, 2026



Igor Antauer
SECRETARY