



International Membership Contract

Between
The European Respiratory Society (ERS)
and
The Czech Pneumological and Phthysiological Society (CPFS)

1. Definitions

In this Contract, the following terms have these meanings:

- "ERS" means the European Respiratory Society
- "CPFS" means Czech Pneumological and Phthysiological Society
- "ERS Constitution and Bylaws" means the Constitution and Bylaws of the ERS
- "ERS Congress" means the annual International Congress of the ERS
- "CPFS National Congress" means the annual National Congress of CPFS
- "IMC" means the International Membership Contract

2. Purpose

The purpose of the IMC is to accord to CPFS the status of National Society Member of the ERS, which grants full ERS institutional membership rights to CPFS and full benefits of ERS individual membership to all members of CPFS and sets the rules governing this agreement.

3. Obligations of the ERS

3.1 The ERS will grant the members of CPFS the following membership benefits:

- a. The ERS will provide electronic access to the European Respiratory Journal (ERJ) to all members of CPFS, except ERS Congress Abstracts and Proceedings supplements of the ERJ, which will be distributed to Congress attendees only. ERS reserves the right to change the format of the ERJ to "open access", if needed.
- b. The ERS will distribute the ERS Weekly Newsletter to CPFS members.
- c. The ERS will provide electronic access to the European Respiratory Review (ERR), Breathe (both currently open access), and the Monograph to all members of CPFS.

- d. The ERS will offer all its publications in printed form to all interested members of CPFS at a special discounted price.
- e. ERS and CPFS will proactively co-operate to offer CPFS members preferred access to ERS Educational Services online and Events, as well as to endorse CPFS Educational Services by ERS, where applicable.
- f. Ordinary, distinguished and honorary members of CPFS may participate in the constitutional meetings of the ERS and may vote. They are eligible for election to office up to Assembly Head without any residence restriction and eligible for any office position up to ERS Presidency, provided they have their main residence in Europe, according to ERS Constitution and Bylaws in CPFS last approved version.
- g. CPFS expressly declares not to have any category of members different from the above.
- h. Members of CPFS are accorded all rights and privileges as detailed in the ERS Constitution and Bylaws in CPFS last approved version.
- i. Distinguished Officers of the Executive Committee, members of Governance bodies and members of CPFS, provided they qualify and they apply for it, duly endorsed by CPFS, will be considered for election in the prestigious Fellow of ERS program (FERS).

3.2 The ERS will grant CPFS the following special institutional membership benefits:

- a. The ERS will grant to CPFS a special Institutional Membership Allowance in recognition of support of CPFS to foster participation of CPFS members in the ERS Congress. The amount of this grant will be calculated upon the reference of the incremental value of the number of CPFS delegates attending the ERS Congress average attendance of the 6 previous years before signature of this IMC (Years 2008 to 2013). It will be set by ERS and communicated officially and transferred to CPFS on an annual basis after closing of the ERS Congress and the availability of CPFS attendance and economic results.

The calculation formula for the allowance in recognition of the support of CPFS to foster participation is as follows:

$$((\text{Number of Czech participants in any future ERS International congress}) - (6 \text{ year average as of 2008 to 2013})) * ((\text{Total ERS income from registration}) / (\text{total participants paying and non-paying})) * 50\%$$

The final amount of the Institutional Membership Allowance shall not exceed the maximum amount of the annual Lump Sum to be paid by CPFS to ERS for the Institutional Membership Fee.



- b. Participation of distinguished CPFS members at the scientific program of ERS Congress will be proactively encouraged by both ERS and CPFS.
- c. The ERS will support the CPFS National Congress providing the possibility of application to the ERS Scientific Committee for Endorsement of the Scientific Program of the CPFS National Congress as a whole or specially selected sessions of it. ERS will also guarantee the availability and appointment of at least one officer of ERS's Leadership to attend CPFS National Congress in representation of ERS.
- d. Participation of distinguished ERS international members at the scientific program of the CPFS National Congress will be proactively encouraged by both CPFS and ERS.

4. Obligations of CPFS

- a. To contribute towards overhead costs of the International Institutional Membership Program of ERS and in exchange of services and benefits provided to CPFS members, a reduced fee shall be agreed and considered included in the national membership fee of CPFS.
- b. CPFS will forward the total lump sum of this contribution, i.e. Institutional Membership Fee, annually to the ERS for the duration of the IMC.
- c. In order to ensure that all CPFS members receive materials and all communication relative to ERS membership, CPFS will provide ERS with the contact details of CPFS membership database, according to Czech law; this information will be updated every twelve months.

CPFS will make sure that all contacts are informed about this transfer and have given their consent.

ERS will make sure to use CPFS contact data only for the purposes as included in this IMC, always strictly abiding by the Data Confidentiality Law of Switzerland and of the Czech Republic.

- d. CPFS will abide by the Constitution and Bylaws of the ERS in CPFS last approved version.
- e. CPFS will undertake to inform all CPFS members of the exclusion of ERS Membership in case of Conflict of Interest with Tobacco Companies, according to the ERS Constitution and Bylaws.



5. Institutional Membership Fee

An ERS Institutional Membership fee of Euro 20 (twenty) per member of CPFS shall be paid by CPFS to the ERS annually as a lump sum on 30th April for the commencing ERS fiscal year starting 1st April. First fiscal year 2015/2016. I.e. first payment 30th April 2015. In the annual count of members of CPFS for calculation of the lump sum, senior, non-fee paying members of CPFS (age \geq 65 years) will not be considered.

6. Term of the IMC

This contract takes effect upon signature by both parties and approval by the Executive Committee and General Assembly of ERS and CPFS.

The initial term of this contract is for six (6) years, starting on 1.1.2015 (which will include six (6) ERS fiscal years from 1/4/2015 to 31/3/2021), tacitly extending year on year afterwards unless notice is given six months prior to the renewal date by either party.

7. Amendments or changes

Amendments or changes to this contract shall be made in writing and signed by the duly authorised representatives of ERS and CPFS.

8. Legal Framework

All disputes by the parties, relating to the interpretation and implementation of this IMC and/or any of CPFS clauses will be solved in a friendly and collegial manner directly between the Leadership of both parties at President/Secretary General level.

For all formal legal issues and eventual need of arbitration, the Courts of Law in Lausanne, Vaud Canton, Switzerland, will be competent as well as the Courts of Law in the Czech Republic where applicable.



Brno, 17 /06 / 2015

Prof. Dr.

Prof. Elizabeth Bel
ERS President

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Signature

Prof. Miloslav Marel
CPFS Secretary General

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Signature

Prof. Vitezslav Kofek
CPFS President

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Signature

Prof. Dr. Giovanni Battista Migliori
ERS Secretary General

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Signature

Mina Gaga
ERS Past Secretary General

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Signature

Amendment to the International Membership Contract (IMC) between the European Respiratory Society (ERS) and the Czech Pneumological and Phthisiological Society (CPFS) of 17/06/2015

Agreement between ERS and CPFS on the Calculation of the Institutional Membership Fee of CPFS

- ERS Institutional Membership Fee for CPFS: €20 per CPFS member younger than 65 years of age.
- Total Lump Sum to be transferred annually to ERS by CPFS: €20 x 557 (number of CPFS members younger than 65 years).
- The exact number of CPFS members older than 65 years will be established according to the CPFS registry.
- The current numbers fixed at signature of the contract are ca. 677 total members of whom ca. 120 are >65 years. This sum will be updated annually.

This Institutional Membership Fee will be increased every time CPFS decides on an increase of the CPFS National Membership in the same proportion. Membership open to ALL members of CPFS, where all of them will be informed by CPFS and ERS that because they are members of CPFS they automatically will become also ERS Members with full rights. The only exception will be those who explicitly opt out of the agreement, meaning they answer to the communication expressing that they are not interested.

Agreement on Reference average number of attendants to ERS Congress in the last 6 years negotiated: 150 Should there be a drastic event (radical change in industry sponsorship for delegates, political restrictions etc.) each of parties, CPFS and ERS could cancel the IMC with immediate effect and any membership fees still due would be waived.

Additional Agreement between ERS and CPFS on Individual Membership Fees for Non-Members of CPFS

The official Individual Membership Fee of ERS for non-members of CPFS, eligible to become members of CPFS, shall not be less than five (5) times the Institutional Membership Fee for CPFS Members.

The ERS Institutional Membership Fee will apply to Non-Members of CPFS, not eligible to become members of CPFS but eligible to become members of ERS.

Additional Agreement between ERS and CPFS on Compensation to CPFS current members of ERS

Members of CPFS, being currently members of ERS at the closing date of this IMC, and with membership fees paid to ERS still valid for more than six months will be entitled to full compensation of the remaining paid period in the form of a proportional voucher to be used for price reduction in any ERS activity.



Additional Agreement between ERS and CPFS on changes in the National Delegate election system

Within the framework of the new International Membership program of ERS, ERS and CPFS agree that the election of the ERS National Delegate as it is today should become obsolete, so CPFS and the rest of the National Societies joining the program will appoint directly their National Delegate, who will officially represent CPFS at the annual meeting of the Forum of European Respiratory Societies (FERS), together with the President and the Secretary General.

Should there be more than one National Society operating in the Country concerned and eligible to join the ERS International Membership Program, the appointment of the ERS National Delegate will be agreed in an amicable manner by the Leadership of the parties at President / Secretary General level.

Brno, 17 /06 / 2015

Prof. Elizabeth Bel
ERS President

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Signature

Prof. Dr. Giovanni Battista Migliori
ERS Secretary General

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Signature

Prof. Miloslav Marel
CPFS Secretary General

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Prof. Vitezslav Kolek
CPFS President

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european respiratory society every breath counts