

**Articles of Association
of the
International Multiple Sclerosis Cognition Society (IMSCOGS)**

Name, Registered Office, and Purpose of the Association

§ 1 Name and Registered Office

The name of the association is International Multiple Sclerosis Cognition Society (IMSCOGS), an association under Swiss Law in the sense of Art. 60 f. of the Swiss Civil Code (ZGB). The registered office of the Association is in Basel (Switzerland).

§ 2 Purpose of the Association

Art. 1

The purpose of the Association is to provide a venue for discourse, research and education in MS associated cognitive impairment. The topics of interest include the natural history of cognition in Multiple Sclerosis (MS), measurement of cognitive abilities, relationship between cognitive abilities and neuropathology and brain imaging, cognitive/neuropsychological rehabilitation, clinical management of cognitive impairments, and other psychological, social and medical factors such as depression, anxiety, fatigue, and cognitive reserve, that relate to MS associated cognitive impairment.

Art. 2

IMSCOGS is dedicated to the following purposes

- To organize and / or participate in regularly scheduled international conferences which are a forum for current research and innovation in MS cognition and provide a supportive educational experience for new and senior researchers.
- To assist in publications and white papers that inform or drive international consensus on cognition in MS.
- To contribute to health policies and guidelines at national and international levels.
- To promote awareness, management, teaching and research in all aspects of MS associated cognitive impairment.

Art. 3

The Association exclusively and directly pursues non-profit, that is, charitable purposes in the sense of the applicable fiscal provisions. The Association itself is an altruistic organisation; it does not pursue any commercial purposes.

Art. 4

The funds of the Association may only be used for purposes provided for by the Articles of Association. The members of the Association shall receive no financial contributions from the capital of the Association.

The Bodies of the Association

§ 3 The Bodies of the Association are:

- I. the General Assembly,
- II. the Steering Committee,
- III. the Executive Board,
- IV. the Auditors, as well as
- V. the Committees

I. The General Assembly

§ 4

The General Assembly is convened by the Executive Board when necessary, however at a minimum of once a year or if more than 1/3 of the Regular Members demand it.

All members are entitled to participate.

The invitation, including the agenda, shall be sent to the members 14 days in advance in writing, by letter or e-mail.

§ 5

The General Assembly has the following tasks:

- approval of the Progress Report of the Executive Board;
- approval of the membership fee insofar as the members are not exempt from it according to the present Articles of Association;
- approval of the Annual Financial Report;
- exclusion of members from the Association, if they should not accept the Executive Board's resolution;
- amendments of the Articles of Association and dissolution of the Association.

§ 6

Each duly convened General Assembly constitutes a quorum, and this independently from the number of members present.

All Regular Members are entitled to vote. Each member has one vote. A proxy voting right may only be exercised by another member and shall only be admissible based on a written power; a member may only represent a single other member.

The General Assembly resolves by simple majority vote of the members entitled to vote and present.

Resolutions on amendments of the Articles of Association require a 2/3 majority of the members entitled to vote and present.

Voting and elections are open, unless a member should require a secret ballot at the General Assembly.

Minutes shall have to be taken on the resolutions of the General Assembly and to be signed by the President and the Secretary.

II. & III. The Steering Committee & Executive Board

§ 7 Steering Committee

The mission of the Steering Committee is to be a forum for new initiatives, advise the Executive Board, pursue the IMSCOGS education goals, and nominate individuals to offices of the Executive Board.

The Steering Committee consists of up to 10 members, of which up to 5 are member of the Executive Board. From one and the same country, a maximum of 3 members may be elected to the Steering Committee and there shall be an equal allocation between neuropsychologists/neuroscientists or neurologists. The term of office is three years, a re-election is admissible 2 times.

The representation of the Association in dealing with third parties shall exclusively be handled on the basis of a joint power to sign by two. Powers to sign alone are not admissible.

§ 8 Executive Board

The Executive Board may assign its competences to members or managers who need not be members of the Board, or committees. As far as this applies, the Board shall have to issue the respective regulations.

The Executive Board is composed of members exercising the following functions:

- the President;
- the Past-President;
- the Treasurer;

- the Secretary General;
- one Member at Large

The Executive Board consists of 5 members. From one and the same country, a maximum of 2 members may be elected to the Executive Board and there shall be an equal allocation between neuropsychologists/neuroscientists and neurologists.

The term for all members will be three years, with no re-election possible.

The Executive Board is, above all, in charge of:

- the management of all business and affairs of the society;
- the representation of the Association in dealing with third parties.

§ 9

The Members of the Executive Board shall be elected by the General Assembly, with the function of the President, the President-Elect, the Treasurer, and the Secretary General on a nomination by the Steering Committee and determined by the General Assembly.

The Steering Committee shall be nominated by the general membership and elected by the General Assembly.

IV. The Auditors

§ 10

The Auditors are natural or legal persons that need not be a member of the Association. The nomination is made by the General Assembly upon proposition by the Executive Board. The term of office is two years, a re-election is admissible.

The Auditors shall verify the Annual Financial Statement, execute a minimum of one audit a year and submit a written report to the Executive Board for the attention of the General Assembly.

V. Committees

§ 11

The work of the Steering Committee and Executive Board is supported by various committees. The activities of the committees and of ad-hoc committees are possible any time on the basis of a resolution by the Steering Committee or the Executive Board.

In its resolution, the Steering Committee and Executive Board shall have to regulate what shall be the task, competences, and composition of a specific committee.

Membership

§ 12 Member Categories, Admission, and Withdrawal

Art. 1

Members are

- Regular Members
- Associate Members

Art. 2

The Executive Board shall resolve on admissions; in case of conflict, the General Assembly shall decide. Membership shall expire upon death, withdrawal, or exclusion. Withdrawal shall only be possible per end of the calendar year.

Art. 3

A member may only be excluded by a resolution of the Executive Board for good cause, in particular if a member should violate the Articles of Association or be in arrears as to the paying of the annual membership fee and said payment has not been done within the calendar year in spite of a reasonable amount of written reminders. The respective member may demand a resolution by the General Assembly. In such a case, he or she shall not be entitled to vote.

Art. 4

Upon a member's leaving the Association, all claims on the Association shall be deemed expired. In particular, members shall not receive any assets of the Association upon their leaving.

Art. 5

Members shall exclusively be liable for paying the membership fee fixed by the General Assembly. A personal liability of the members for liabilities of the Association shall be excluded; for such liabilities, only and exclusively the property of the Association shall be liable.

§ 13 Regular Members

Art. 1

Regular Members are scientists, physicians, and health-care professionals active or interested in clinical or scientific topics of MS associated cognitive impairment.

Art. 2

Regular members may participate in IMSCOGS committees and task forces.

§ 14 Associate Members

Art. 1

Associate Members are non-doctoral level professionals (or less than the terminal degree for those countries where a doctorate is not the terminal degree), students, postdoctoral fellows or residents in training.

Art. 2

The Associate Membership shall end after one year and may be renewed upon request provided the petitioner has met the prerequisites in the sense of Art. 1.

Final Provisions

§ 15 Dissolution

The General Assembly resolves on the dissolution of the Association. The liquidation proceeds are to be transferred by the Board to a charitable and tax-exempt association or a charitable and tax-exempt foundation dedicating itself to research and/or the education and/or continued training concerning multiple sclerosis.

§ 16 Coming into Force of the Articles of Association

The present Articles of Association were approved and immediately put into force by the Executive Board meeting in Paris on 24 October 2017.

24 October 2017



IMSCOGS founding meeting

24 October 2017, Palais de Congrès in Paris, France (before ECTRIMS meeting)

Participants: Ralph Benedict, John DeLuca, Christian Enzinger, Iris-Katharina Penner, Bruno Brochet, Dawn Langdon, Lauren Krupp, Luzia Balmer

The following resolutions have been confirmed:

1) Name and Registered Office

The name of the association is International Multiple Sclerosis Cognition Society (IMSCOGS), an association under Swiss Law in the sense of Art. 60 f. of the Swiss Civil Code (ZGB).
The registered office of the Association is in Basel (Switzerland).

2) Reason of the meeting

This meeting was held to document the founding of the association and to confirm and sign the statutes dated 24 October 2017.

3) Purpose of the association

The purpose of the Association is to provide a venue for discourse, research and education in MS associated cognitive impairment.

4) Approval of the statutes

The statutes dated 24 October 2017 have been approved by the president, the treasurer and the secretary (page 2).

5) Election of the Executive Board

The members confirmed Benedict as the president of the Executive Board, DeLuca as the treasurer and Brochet as the secretary.

Penner is past-president and Christian Enzinger Member at Large.

Krupp was elected as the chair of the Steering Committee.