



European Patent Litigators Association

STATUTES

ratified at the Annual General Meeting on 27 May 2021

SECTION I: THE ASSOCIATION

Article 1: Name of Association

This Association is to be named: "European Patent Litigators Association", which will have the acronym "EPLIT".

Article 2: Terms of Association

The Association is a non-profit-making organization and will last for an indefinite duration of time.

Article 3: Seat

The seat of the Association will be in Paris.

By means of a decision of a general meeting of the Association, the seat may be changed.

SECTION II: ASSOCIATION'S OBJECTIVES

Article 4: Objectives of the Association

The objectives of the Association are:

- to promote user-friendly, fair, efficient and cost-effective patent litigation including advocacy in Europe, in particular litigation before the Unified Patent Court (UPC) and national courts, as well as in *inter-partes* proceedings before the EPO;
- to promote the participation of European Patent Attorney Litigators in the conduct of litigation before the UPC;
- to increase and strengthen the relationships between practitioners entitled to represent parties in patent disputes in Europe;
- to encourage information exchange between its members, and in particular to represent its members before the associated authorities in order to propose and promote any measures for improving patent litigation, in particular before the UPC, in Europe;
- to establish and maintain trusted and cordial relations with official or private national and international organizations existing in the field of intellectual property or concerning themselves with intellectual property questions; and to undertake, directly or indirectly, all work necessary in relation to achieving its objectives.

SECTION III: MEMBERS AND MEMBERSHIP

Article 5: Articles of the Association

Each member and observer of this Association will abide by the Articles of the Association, and any further regulations deemed appropriate for the Association.

Article 6: Membership

The Association shall have voting members, associate members, corporate members and observers. Anyone wishing to become a member or an observer of the Association must make a written application to the Board of the Association. The Board has the final decision on admission of new members and observers, and this decision is taken autonomously and does not have to be reasoned.

Article 7: Voting Members

European Patent Attorneys having an appropriate qualification in patent litigation shall be admitted as voting members.

Article 8: Associate Members

Patent attorneys and lawyers involved in patent litigation and with a place of business in Europe may be admitted as associate members.

Associate members are not provided with any voting rights for the Association.

Article 9: Corporate Members

In-house legal or patent departments of corporations with a place of business in Europe may be admitted as corporate members. Corporate membership provides that two persons from the corporation may attend the meetings of the Association.

Corporate members are not provided with any voting rights for the Association.

Article 10: Observers

Non-European practitioners involved in patent disputes may be admitted as observers.

Observers are not provided with any voting rights for the Association.

Article 11: Honorary Members

Honorary members may be voted and admitted to the role of honorary member by means of a decision at a general meeting. Honorary members do not have to fulfil the requirements of Article 6, and will be voted to the position for having made an exceptional contribution to this Association and patent law in general.

Honorary members are provided with the same rights and obligations as voting members, however honorary members must pay no contribution to the Association.

Article 12: Exclusion and/or Resignation

A member or an observer may be excluded via a general meeting under the conditions of serious breach of obligations in the Association; exclusion shall also be possible in the event that the member or observer damages the reputation and/or honour of this Association. Exclusion requires a majority of two thirds of all votes cast to become effective. A member or observer facing exclusion must have the right to present a defence prior to a vote being taken.

Any member or observer may resign from the Association for any reason, resignation is to be performed by written request to the Board. Resignation will be effective from 1 January of the year following the date of the written request, or at an earlier date agreed by the Board if so requested by the resigning member or observer. Non-payment of contribution by a member or an observer will lead to the member or observer being deemed to have resigned.

Article 13: Register

A register of members and observers will be maintained by the Board. This register will hold all current details of the members and observers of the Association, and will note all admissions, resignations and exclusions, which are to be entered into the register without delay. All members and observers of the Association may have access to the register.

Article 14: Association's Funds

No rights shall be given to the Association's funds to those members or observers who have either resigned or been excluded; successors in title or assignees of a deceased member or observer similarly have no rights to the Association's funds.

SECTION IV: FINANCE

Article 15: Financing the Association

An annual contribution, the value of which is set at a general meeting, will be levied for each member and observer. Joining members and observers will pay their annual contribution for the year of joining at the time of joining the Association; in subsequent years all members and observers will pay their contribution by a certain date to be set by the treasurer, once approval of the budget has been given by the Board. Any future gifts and subsidies which are granted to the Association may be used by the Association as it sees fit.

Article 16: Financial Year

The financial year according to the Association will commence on January 1, and will end on December 31 for each calendar year.

Article 17: Budget

Within a period of six months after the end of a financial year, the Board shall finalize the accounts and submit these to the general meeting for approval. At the same time as submitting the previous financial year's accounts, the budget for the next financial year shall be proposed.

SECTION V: GENERAL MEETING

Article 18: General Meeting

A general meeting is open to all voting members of the Association. The meeting will be chaired by the chairperson of the Board. If the chairperson of the Board is unavailable, a further member of the Board will be designated as chairperson. A voting member who is unable to attend a general meeting may be represented by a further voting member of the Association. It is only possible for each voting member to hold a single proxy vote for another voting member.

The Board may decide that a general meeting is held by videoconference or other corresponding telecommunication means.

Article 19: Convening a General Meeting

A general meeting will be held at least once a year. A general meeting will be convened by the chairperson of the Board, wherein at least 30 days' notice before the meeting will be given. The chairperson will convene the meeting by means of an appropriate communication to each of the voting members.

An agenda is included with the invitation to the general meeting, wherein any proposal which is signed by at least a 10th of the voting members must be included in the agenda. Any item which is not included in the agenda when sent with the invitation cannot be addressed during the meeting.

Article 20: Powers of a General Meeting

The general meeting is the governing power of this Association and possesses the powers granted to it by the Articles of this Association, or by relevant law. In particular, the annual general meeting is competent for:

- Approving the Association's accounts and budget
- Amendment of these Articles of the Association
- Appointment and dismissal of Board members
- The exclusion of a member or an observer
- Appointment and dismissal of auditors and determination of their remuneration
- The powers to be granted to Board members and auditors
- The adoption and amendment of regulations for the Association authorising the Board to delegate its power to a third party
- Dissolution of the Association
- The allocation of any property at dissolution and the mode of liquidation of the Association

During the general meeting the voting members will inspect the previous year's accounts, approve the coming year's budget and review and approve the Board reports on the activities of the Association. During the general meeting the Board will present a summary of the activities of the Association, as well as the management performed by the Board, in the previous year.

Associate members, corporate members and observers have the right to be present and participate in the general meetings and have the right to express any opinions and concerns about all matters being discussed.

Article 21: Extraordinary General Meeting

An extraordinary general meeting may be held at any time by decision of the Board, or by request of at least one fifth of the voting members.

The Board may decide that a general meeting is held by videoconference or other corresponding telecommunication means.

Article 22: Voting

Each of the voting members and honorary members have a single equal vote at general meetings. Each resolution must be passed by a simple majority of the voting members and honorary members who are present or represented by proxy; the majority needed to adopt a resolution can be changed by law or these Articles of the Association. If the vote is tied, the chairperson of the Board will have the deciding vote.

The Board can decide that voting may be carried out by telecommunication means.

SECTION VI: THE BOARD

Article 23: Composition of the Board

A Board will be appointed by the voting members at every third general meeting, wherein the Board is charged with the operation of the Association. The Board comprises at least seven (7) Board members, who may be dismissed at any time by a decision of the voting members at a general meeting. Each Board member is appointed for a term of three years, although this term may be curtailed by means of a decision of a general meeting. The term of appointment will automatically expire at the end of the three years, and a Board member is limited to serving a maximum of two successive terms.

The members of the Board receive no remuneration for their services.

Article 24: Organisation of the Board

A chairperson, two deputy chairpersons, a secretary and a treasurer will be chosen from the elected Board members. If the chairperson is temporarily unavailable to fulfil the role of chairperson, these functions will pass to one of the two deputy chairpersons; should the deputy chairpersons be unavailable, the eldest of the Board members present will fulfil the role of chairperson. The chairperson and the two deputy chairpersons represent the Association.

Article 25: Meetings of the Board

The Board will meet at least once per year by means of the chairperson inviting the members of the Board at least 15 days prior to the scheduled meeting. A meeting of the Board can also be convened upon request by at least one third of the current members of the Board.

The meetings of the Board may be held by videoconference or other corresponding telecommunication means.

Article 26: Powers conferred on the Board

The Board is granted full powers in order to oversee the administration and management of the Association, over and above those powers granted to the general meeting by law or by these Articles.

The Board is able to perform the following, non-exhaustive list, of activities, in particular: enter into any contracts or agreements, acquire, exchange, borrow, settle, accept and receive any gifts, donations, private or public grants, subsidies, legacies, receive or make any payments of any sum/value, open an account with credit establishments in the name of the Association, undertake on the opened accounts any necessary operations, for example withdrawal of funds by cheque, transfer or other mandate, to pay sums of monies due by the Association to any of its members, observers or third parties, waive any contractual rights or guarantees or personal guarantees of any of the members or observers.

Article 27: Decisions by the Board

The Board will only reach a quorum if at least a majority of the members of the Board are present, this means that at least half of the members of the Board must be present in order to deliberate on any aspects of the operation of the Association. If a Board member is unable to attend any of the meetings, the member may appoint a proxy to act in his or her stead; each member may hold a maximum of one proxy at any meeting.

All decisions of the Board are made on a majority basis of the votes cast, either by Board members who are present or those represented by a proxy. In the event of a tied vote, the chairperson or replacement will be provided with the deciding vote.

If the Board so decides, decisions of the Board may be made in writing, which includes fax, email communications and other telecommunication means.

Article 28: Delegated Powers from the Board

The Board has responsibility and the power to confer on any member or observer of the Association specific powers or responsibilities.

Article 29: Power of Representation of the Association

Any legal actions, be they as claimant or defendant, of the Association are brought, or supported, by the Board. Any binding acts on the Association, which includes those relating to day-to-day management, shall be signed by at least two Board members of the Association. Special delegations of the Board may, under certain circumstances, be required to sign chosen binding acts on the Association. None of the Board members shall be obliged to prove their powers to sign on behalf of the Association to third parties.

Article 30: Liabilities of the Board

The Board, and each individual Board member, does not have any personal obligations to the Association, and are responsible purely for the execution of their roles as members of the Board for the term of their membership.

SECTION VII: GENERAL PROVISIONS

Article 31: Minutes of Meetings

Minutes of meetings held by the Board, and at general meetings, detailing the discussion and decisions of such meetings, will be made and jointly signed by at least two of the Board members.

The minutes of meetings are available on request.

Article 32: Dissolution of the Association

If the Association dissolves, the general meeting will assign appropriate liquidators and determine the extent of their powers, as well as indicating the allocation of the Association's net assets. The allocation of any assets must be made in favour of any further non-profit institution whose objectives are analogous to the current Association's objectives and whose statutes forbid the distribution of their income and of their funds to their members.

Article 33: Regulations for the Association

The Board may present a series of regulations to the general meeting, wherein these regulations are aimed at settling any points which are not appropriately defined by the Articles of this Association. In particular, these regulations may relate to the internal structure and administration of the Association.

Article 34: Working language

The working language of the Association is English.

Article 35: Applicable Law

The Articles of this Association are governed by French law.