



Articles of the ITI

Revised August 30, 2008 – ITI Annual General Meeting

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I. Name, domicile, purpose

Article 1: Name, domicile

Under the name of ITI International Team for Implantology (Internationales Team für Implantologie) (referred to as the ITI), there is an Association pursuant to these Articles of Association and Art. 60 et seq. of the Swiss Civil Code. The domicile of the Association is in Basel, Switzerland.

Article 2: Purpose

The objectives of the ITI are the promotion and dissemination of knowledge about implant dentistry and its related fields through education, research and interpersonal exchange.

These objectives are achieved through the ITI Philosophy, which encompasses scientific credibility, independence and a sense of responsibility towards the patient through a non-profit academic organization of clinicians and researchers in a scientific alliance.

The Association has solely charitable objectives and is politically and denominationally neutral. The official language of the ITI is English.

II. Membership

Article 3: General prerequisite

Natural persons with the relevant qualifications as defined in Article 5, who are interested in participating in all aspects of the ITI community, can be admitted as Members or Fellows of the ITI.

Article 4: Categories of membership

There are four categories of membership:

- a. Members
- b. Fellows
- c. Senior Fellows
- d. Honorary Fellows

Article 5: Requirements for ITI membership

Membership is open to professionals with an expressed interest in any facet of implant dentistry and its related fields who wish to participate in the ITI and abide by its principles and obligations. Membership, while registered internationally with the ITI Center in Basel, is primarily based upon local and/or regional participation in ITI activities.

The ITI accepts candidates for membership on the basis of their professional qualifications. An applicant must be a dentist, physician, PhD scientist, certified dental technician, registered dental hygienist or a registered professional working in a field connected to implant dentistry and related tissue regeneration with a country-specific qualification.

Article 6: Requirements for ITI fellowship

To be nominated to the category of Fellow in the ITI, a candidate must demonstrate a high level of activity in at least two of the following areas: Leadership, research, education or development. Fellowship is conferred for a period of four years and is reviewed at the end of that period. Maintenance of fellowship requires documentation of an ongoing high level of activity in one or more of these areas. Those who have not remained actively involved in furthering the objectives and philosophy of the organization in at least one of the nominated areas of activity revert to the category of Member. Fellowship, once granted, is not a permanent right or entitlement, but must be maintained through an ongoing high level of activity.

Nominations for fellowship may only be made by ITI Fellows with at least four years seniority. Each nomination must be supported by two additional ITI Fellows. The nominator is responsible for the coordination of the support letters. Before submitting the nomination and support letters, the nominator must discuss each nomination with the Section Chairman of the country in which the candidate will reside after being granted fellowship. For candidates from countries without an ITI Section, the nominator must discuss the nomination with the Area Coordinator/the Section & Membership Committee. The nominator and both supporters must provide letters of nomination or support, respectively, to the Section & Membership Committee through the ITI Center. The letters must provide details of the candidate's high level of activity in at least two of the designated areas. A current curriculum vitae and a completed professional profile (forms supplied by the ITI Center) of the candidate must accompany the nomination letter.

The Section & Membership Committee reviews all nominations and comments from Sections on nominations and provides the Board of Directors with its recommendations.

Nominees for fellowship must be recognized as being supportive of the ITI, its objectives and philosophy.

The nominee must demonstrate activity in at least two of the following areas:

ITI Leadership: the nominee must demonstrate leadership in international, national or regional ITI activities.

Research: the nominee must have a documented record of publication in scientific/peer-reviewed journals on subjects relating to the general area of implant dentistry.

Education: the nominee must be actively engaged in dental implant education, whether institutionally based or in the area of organized continuing education.

Development: the nominee must be recognized as someone who contributes valuable expertise to the innovation and further development of clinical implant dentistry.

Fellows who retire from professional activities become Senior Fellows upon notification of the ITI Center.

Persons who have achieved particular merit in service to the ITI may be appointed Honorary Fellows upon nomination by a Fellow and unanimity of the Board of Directors.

Article 7: Reversion, resignation and expulsion

Membership or fellowship is cancelled following:

- a. Non-fulfillment of the criteria for fellowship. Fellows are obligated to complete a fellowship review (in the form provided by the Section & Membership Committee through the ITI Center) detailing their ITI activities every four years. Those who no longer fulfill the criteria for fellowship as assessed by the Section & Membership Committee and determined by the Board, revert to the category of Member.
- b. The resignation of a Member or Fellow. The ITI Center must be notified of this resignation in writing. Dues for the year in which the resignation was submitted must be paid.
- c. Expulsion. The Board of Directors, upon the motion of a Fellow, may expel Members or Fellows who act against the interests of the ITI, demonstrate behavior unbecoming a colleague or violate the Articles of the Association. The expulsion can take place without disclosure of the reason. If dues have not been paid for two consecutive years, member- or fellowship is automatically cancelled. Non-payment of dues is sufficient grounds for expulsion.

Article 8: Rights and obligations of Members and Fellows

Members and Fellows, including Honorary and Senior Fellows, have the following rights and obligations:

- a. The principles of treatment established by the ITI are to be respected by Members and Fellows.
- b. Members and Fellows commit themselves to a friendly and loyal spirit among colleagues.
- c. The progress achieved in implant dentistry by individual Members or Fellows in practical or scientific fields should be made available to all Members and Fellows of the ITI. The Fellows must endeavor to support one another as much as possible.
- d. Members and Fellows are to pay the agreed dues within the time period set by the Board of Directors. Honorary Fellows are exempt from due contributions; Senior Fellows are exempted upon written notification of their change in status.
- e. Members and Fellows are to attend Section meetings, national ITI Congresses and World Symposia whenever possible. In addition, Fellows are to attend the ITI Annual Meetings whenever possible.
- f. Fellows, including Senior and Honorary Fellows, possess voting rights and have the right to submit motions at the General Assembly. Members do not have the right to submit motions or vote at the General Assembly.
- g. Only Fellows are eligible for appointment as members of the Association's organs, committees and sub-committees. Exceptions may be made if unique qualifications for a given office are required.
- h. Fellows who are active on the Board of Directors, a committee or sub-committee must agree that the intellectual property rights relating to ideas exchanged at meetings of such committees belong to the ITI.

III. Organization of the Association

Article 9: Executive organs

The executive organs of the Association are:

- a. The General Assembly
- b. The Board of Directors
- c. The Auditors

a) The General Assembly

Article 10: Powers of the General Assembly

The General Assembly is the highest body of the Association. The General Assembly comprises Fellows, Senior Fellows and Honorary Fellows. The General Assembly has the following powers:

1. To approve the Annual Report of the President and the annual financial statements (including profit and loss statement as well as balance sheet);
2. To discharge the members of the Board of Directors;
3. To approve the annual dues for Members and Fellows as proposed by the Board of Directors;
4. To elect and recall the President nominated by the Board of Directors;
5. To elect and recall the President-elect and up to three Board members nominated by the Board of Directors;
6. To elect and recall the Auditors;
7. To adopt and amend the Articles of the Association;
8. To pass resolutions regarding issues which are reserved for the General Assembly by law or the Articles of Association or are submitted by the Board of Directors;
9. To dissolve the Association.

Article 11: Ordinary and extraordinary General Assembly

The ordinary General Assembly convenes every year for the annual meeting of the Fellows of the ITI. An extraordinary General Assembly is summoned either by the Board of Directors or based upon a motion submitted by one fifth of the Fellows or based upon a motion submitted by the Auditors.

The Board of Directors is required to convene an extraordinary General Assembly within 60 days after such a motion has been submitted.

Article 12: Convening of the General Assembly

To convene the General Assembly, written notification, including the agenda, must be sent out by the Board of Directors with advance notice of at least 28 days.

Article 13: Organization of the General Assembly

The General Assembly is presided over by the President, and in his absence, by the Past President or President-elect or another member of the Board of Directors. Minutes must be kept on the sessions of the General Assembly, which are to be signed by the President and the author of the minutes.

Article 14: Resolutions of the General Assembly

The ordinary and extraordinary General Assemblies are deemed duly constituted regardless of the number of Fellows present. Decisions and elections at the General Assembly are determined by a simple majority of the votes recorded. In the case of a tie vote, the vote of the President decides. To adopt and amend the Articles of the Association and for the dissolution of the Association, a two-thirds majority of the cast votes is required.

Decisions and elections are generally taken by a show of hands. A secret ballot can be requested by a single Fellow.

b) The Board of Directors

Article 15: Composition of the Board of Directors

The Board of Directors consists of:

- a. The President
- b. The Past President
- c. The President-elect, being one of the Fellows (art. 15d) or Committee Chairmen (art. 15e)
- d. 3 Fellows at large
- e. The Chairmen of the Education, Research, Section & Membership and University Programs Committees, respectively
- f. 1 person representing the Board of Directors of the Straumann Holding AG (hereinafter "Straumann")
- g. 1 person representing the management of Straumann

Article 16: Election and appointment of the Board of Directors

The President, the President-elect and up to three Fellows are nominated by the Board of Directors and elected by the General Assembly. The four Chairmen are appointed by the Board of Directors as Chairmen of the respective committees and are, in their capacity as Chairmen, members of the Board of Directors. The two members representing the Straumann Board of Directors and management are appointed by Straumann. With the exception of Straumann appointees, only Fellows can be members of the Board of Directors. All members have the right to vote.

The term as a member of the Board of Directors is limited to four years. With the exception of the President, the members may serve one additional term of office (max. eight years in total); no term limitation applies to Straumann representatives. The President cannot be re-elected for a second term.

After a four-year term of office, the President serves for two additional years on the Board of Directors as Past President. After these two years, he leaves and a President-elect is nominated by the Board of Directors. The nomination is announced to the General Assembly. The nominated President-elect must be approved by the General Assembly at the Annual General Meeting one year before the end of the current President's term. The President-elect then assumes the position of President at the conclusion of the Annual General Meeting one year later. Should the General Assembly not approve the Board's nominee, the Board of Directors will nominate an alternate candidate. The nominee must be approved by the General Assembly at the Annual General Meeting in the following year. Once approved, the nominee will assume the position of President immediately at the conclusion of the meeting.

Article 17: Powers of the Board of Directors

The Board of Directors is entrusted with the direction of the Association as well as the supervision of the ITI Center and its management. The duties of the Board of Directors include in particular:

1. To manage the Association and issue the necessary directives and regulations;
2. To determine the organization of the Association, in particular the organization of the ITI Center, as outlined in the Articles of Association;
3. To approve strategies for education, the funding of research, university programs and Section & membership activities;
4. To approve the annual financial statements and budget;
5. To approve new Fellows and renew current fellowships on the recommendation of the Section & Membership Committee;
6. To appoint the Committee Chairmen and committee members with the exception of the Section Chairmen and Education Delegates, who are "ex officio" committee members, and the Straumann representatives, and to nominate the President and President-elect, as provided by the Articles of Association;

7. To appoint the Editor-in-Chief of the ITI's journal "Forum Implantologicum";
8. To appoint, appraise and dismiss the Executive Director of the ITI and to grant signatory power;
9. To allocate funds to the Education, Research, University Programs and Section & Membership Committees;
10. To approve all annual budgets;
11. To handle all Association matters that do not fall within the jurisdiction of the General Assembly.

The President and the Past President or President-elect each have signatory power when countersigned by another member of the Board of Directors.

The Board of Directors is empowered to delegate certain powers and responsibilities to its President, to one or several members of the Board of Directors, to ad-hoc committees or to the management of the ITI Center by enacting appropriate regulations and/or directives. All regulations, guidelines, handbooks and similar publications issued and/or amended by the committees are to be approved by the Board of Directors.

Article 18: Organization of the Board of Directors

The Board of Directors meets as often as business requires, called by the President or, in his absence, by the Past President or President-elect, or when one member of the Board asks for a meeting. The agenda for the meeting is to be announced in writing at least 10 days before the meeting. All necessary supplementary material to the agenda should be submitted at the same time.

Decisions of the Board of Directors are taken by the absolute majority of the members present. A meeting is duly constituted when the majority of its members are present. In the case of a tie, the President has a casting vote. The Board of Directors can pass decisions and resolutions by means of circulation (letter, fax, telegram, email, etc) by a majority of its members, unless a member demands an oral discussion. Minutes of the decision and resolutions of the Board of Directors are to be kept.

The management of the ITI Center as well as the necessary secretarial assistance may participate in the meetings of the Board of Directors at the discretion of the Board of Directors without the right to vote.

Article 19: Remuneration of the members of the Board of Directors

The members of the Board of Directors are entitled to reimbursement of expenses incurred when active in the interests of the Association and to compensation corresponding to their activities, as determined by the Board of Directors itself.

Article 20: Officers

The officers of the ITI comprise the President, the Past President and the President-elect. The terms of their office are defined in Article 16. At no point do the Past President and President-elect serve at the same time. In the absence of the President, the Past President or the President-elect takes on his/her role.

Article 21: Powers and duties of the President

The President has the following duties and powers:

1. To call meetings of the General Assembly and Board of Directors;
2. To set the agenda and request reports for all meetings of the General Assembly and Board of Directors;
3. To preside over all meetings of the General Assembly and Board of Directors;
4. To provide a casting vote on resolutions of the General Assembly and Board of Directors only in the case of a tie vote (tiebreaker);
5. To charge tasks to committees through their chairpersons;
6. To serve as an official ITI spokesperson to external persons/groups;
7. To serve as an official ITI spokesperson at ITI Congresses.

c) The Auditors

Article 22: Election of the Auditors and their duties

The General Assembly elects one or several independent persons as Auditors. Legal entities and auditing companies may be elected as Auditors. The tenure is for one year; re-election is possible.

The Auditors examine the books of account and the financial statements in accordance with the law and present a written report and motion for the attention of the General Assembly on the result of their examination.

IV. Committees

a) Research Committee

Article 23: Composition of the Research Committee

The Research Committee consists of a maximum of ten members: the Chairman and up to eight Fellows, all of whom are appointed by the Board of Directors, and one Straumann representative appointed by Straumann. The Chairman and Fellows are appointed for a four-year period and may be re-appointed for one additional term of office (maximum eight years in total). In exceptional circumstances, the term of office may be extended. No term limitation applies to the Straumann representative.

Article 24: Tasks of the Research Committee

The tasks of the Research Committee are:

- a. To define research priorities and the scope of activities;
- b. To evaluate grant applications and allocate grants;
- c. To supervise research awards and prizes;
- d. To provide recommendations to the Board of Directors regarding the definition and implementation of regulations concerning intellectual property rights of research results;
- e. To define and implement appropriate strategies and tools to actively promote the ITI's research funding activities;
- f. To nominate one Committee member to represent the Committee on the Editorial Board of "Forum Implantologicum";
- g. To submit an annual report and budget to the Board of Directors.

b) Education Committee

Article 25: Composition of the Education Committee

The Education Committee consists of the Chairman as well as the members of an Education Core Group, all ITI Section Education Delegates, all Area Coordinators and up to three Straumann representatives. Additional members can be appointed at the discretion of the Board of Directors. All members are appointed by the Board of

Directors, except for the Straumann representatives, who are appointed by Straumann, and the ITI Section Education Delegates, who are elected by their ITI Section.

The Education Core Group is responsible for conceptual work in the field of ITI education. It consists of a maximum of seven members: the Chairman and up to five Fellows, all of whom are appointed by the Board of Directors, and one Straumann representative appointed by Straumann. With the exception of the Straumann representative, ideally all members of the Education Core Group are current Section Education Delegates. The Chairman and Fellows are appointed for a four-year period and may be re-appointed for one additional term of office (maximum eight years in total). In exceptional circumstances, the term of office may be extended. No term limitation applies to the Straumann representative.

Article 26: Tasks of the Education Committee

The tasks of the Education Committee and its Core Group are:

- a. To disseminate knowledge about the fundamental principles and the latest knowledge from research and development in implant dentistry and related fields including tissue regeneration;
- b. To ensure the highest possible standards of further education and to provide a broader public with access to ITI treatment methods at both a local and global level;
- c. To coordinate educational products, tools and activities and, through its Education Core Group, develop educational concepts, curricula and speaker support material.
- d. To analyze and assess ITI education activities and products and to define parameters to measure their success;
- e. To regularly organize Consensus Conferences. The results of these conferences are to be published in the form of ITI Consensus Papers and in a form as determined by the Board of Directors;
- f. To regularly organize ITI World Symposia;
- g. To establish and maintain guidelines and principles for Fellows and Members who represent the ITI as speakers as part of the ITI's continuing medical education activities;
- h. To maintain a register of official ITI Speakers, who must be ITI Fellows or Members and qualified scientists, educators, clinicians or dental technicians. The Education Committee regularly updates the list of such speakers;

- i. To nominate one Committee member to represent the Committee on the Editorial Board of “Forum Implantologicum”;
- j. To submit an annual report and budget to the Board of Directors.

The Education Committee works very closely with local partners. This collaboration is based upon a detailed agreement between both partners.

c) University Programs Committee

Article 27: Composition of the University Programs Committee

The University Programs Committee consists of a maximum of nine members: the Chairman and up to seven ITI Fellows, all of whom are appointed by the Board of Directors, and one Straumann representative appointed by Straumann. The Chairman and Fellows are appointed for a four-year period and may be re-appointed for one additional term of office (maximum eight years in total). In exceptional circumstances, the term of office may be extended. No term limitation applies to the Straumann representative.

Article 28: Tasks of the University Programs Committee

The tasks of the University Programs Committee are:

- a. To define university support priorities and the scope of activities in order to strengthen the ITI’s involvement with universities;
- b. To create and implement customized support programs for universities/dental schools;
- c. To enhance existing ITI university cooperation/network and corresponding educational offerings;
- d. To evaluate applications from universities/dental schools and make recommendations to the Board of Directors in regard to such applications and the allocation of funds;
- e. To define and implement appropriate strategies and tools to actively promote the ITI’s involvement with universities;
- f. To evaluate scholarship applications and select ITI Scholars;
- g. To recruit and evaluate applications for new ITI Scholarship Centers and make recommendations to the Board;

- h. To regularly evaluate the ITI Scholarship Program, including existing ITI Scholarship Centers, and make recommendations to the Board;
- i. To nominate one Committee member to represent the Committee on the Editorial Board of “Forum Implantologicum”;
- j. To submit an annual report and budget to the Board of Directors.

d) Section & Membership Committee

Article 29: Composition of the Section & Membership Committee

The Section & Membership Committee consists of the Chairman as well as the members of a Section & Membership Core Group, all ITI Section Chairmen and up to three Straumann representatives. Additional members can be appointed at the discretion of the Board of Directors. All members are appointed by the Board of Directors, except for the Straumann representatives, who are appointed by Straumann, and the ITI Section Chairmen, who are elected by their ITI Section.

The Section & Membership Core Group is responsible for conceptual work related to ITI Sections and membership. It consists of a maximum of nine members: the Chairman and up to seven Fellows, all of whom are appointed by the Board of Directors, and one Straumann representative appointed by Straumann. With the exception of the Straumann representative, ideally all members of the Section & Membership Committee are Section Chairmen. The Chairman and Fellows are appointed for a four-year period and may be re-appointed for one additional term of office (maximum eight years in total). In exceptional circumstances, the term of office may be extended. No term limitation applies to the Straumann representative.

Article 30: Tasks of the Section & Membership Committee

The tasks of the Section & Membership Committee and its Core Group are:

Sections:

- a. To oversee Section administration and Section activities;
- b. To establish clear expectations for outcomes of Section activities;
- c. To establish budget guidelines and budget distribution models;

- d. To review the individual Section budgets and make recommendations to the Board of Directors;
- e. To assess the activities of each individual Section;
- f. To recommend to the Board of Directors the appointment of Area Coordinators as the need arises;
- g. To evaluate applications for establishment of new Sections, and make recommendations to the Board of Directors;
- h. To coach Sections.

Membership:

- i. To define and screen membership-related processes;
- j. To evaluate fellowship applications and make recommendations to the Board of Directors;
- k. To oversee the Fellowship Review process and make recommendations to the Board for the renewal of fellowship;
- l. To define and evaluate the benefits package for Fellows and Members;
- m. To nominate one Committee member to represent the Committee on the Editorial Board of "Forum Implantologicum";
- n. To submit an annual report and budget to the Board of Directors.

V. ITI Center

Article 31: ITI Center and its duties

The ITI Center is a service and coordination office for the ITI and its bodies.

The Board of Directors appoints an Executive Director to oversee the management of the ITI Center and grants signatory power. The Executive Director's task is to assure the effective organization and administration of all ITI activities in order to support the implementation of the objectives, philosophy, policies and procedures of the ITI. The ITI Center also acts as the interface to Straumann.

The Executive Director has direct authority for the staffing requirement and staff performance within the ITI Center and is responsible for presenting a report on staffing annually to the Board of Directors.

The Executive Director prepares a business plan for a duration specified by the Board of Directors and is responsible for presenting the plan and an evaluation of its implementation annually to the Board of Directors.

The Executive Director submits an annual report and budget to the Board of Directors.

VI. National and Regional Sections

Article 32: Purpose and composition of national and regional Sections

For purposes of educational training and exchange of knowledge, the Board of Directors establishes national or regional Sections upon application to the ITI Center and recommendation from the Section & Membership Committee.

National and regional Sections comprise Members and Fellows of the ITI. Fellows and Members are affiliated with a specific ITI Section defined by their place of work. Fellows and Members are free to participate in the activities of any ITI Section.

National or regional Sections are managed by a Section Chairman and an Education Delegate (Section Leadership), both being Fellows from that Section and elected by the Fellows of the Section, and a Section Administrator appointed by Straumann after having proposed such candidate to the ITI. The responsibility of the Section Administrator is to manage all organizational matters of the Section in close coordination with Section leadership.

The Section Chairman is responsible for upholding the objectives, philosophy and adherence to the Articles of the ITI. The Chairman is automatically a member of the Section & Membership Committee and is required to prepare regular reports on the Section's activities. The ITI Center acts as the liaison office between the Sections and the Section & Membership Committee.

The Section Chairman is also responsible for encouraging local professionals with an expressed interest in any facet of implant dentistry and its related fields to become Members and is responsible for the local acceptance of such professionals as Members.

The Education Delegate is responsible for the development of an education program according to the scientific principles established by the central ITI Education Committee. The Education Delegate is automatically a member of the ITI Education Committee.

The Education Delegate is also responsible for speaker approval for continuing medical education courses. Approved speakers need to be confirmed by the ITI Education Core Group. ITI Speakers are ITI Fellows or Members who provide lecturing/teaching services as part of the ITI's activities. When carrying out this function, Speakers are representatives of the ITI and are required to present their work in the spirit of the ITI Philosophy and according to the principles outlined in the ITI Consensus Papers.

Both the Section Chairman and the Education Delegate are appointed for a maximum term of office to be decided individually by each Section.

Each Section appoints a Corresponding Editor, who is responsible for writing regular reports about the Section's activities for the ITI journal "Forum Implantologicum". The Corresponding Editor is a Member or Fellow from the Section.

The Sections receive financial support from the Association. The extent of the support is decided by the Board of Directors on an annual basis and based on an annual budget submitted by the Section and the recommendations of the Section and Membership Committee.

Section leadership, in conjunction with the Section Administrator, prepares a Section activity plan and budget for presentation to the Board annually.

If warranted by its size and activities, the Section may form its own local committees.

Under exceptional circumstances, the Sections may, upon approval of the Board of Directors, enact their own constitution.

In areas where no ITI Section has been established, but which require coordination of local educational activities, the Board of Directors may nominate an ITI Fellow as an Area Coordinator. Area Coordinators are automatically members of the ITI Education Committee.

VII. Finances

Article 33: ITI Foundation for Implantology and Related Fields

In order to achieve its goals, the ITI closely cooperates with the ITI Foundation for Implantology and Related Fields.

Article 34: Assets

All personal liability of the Members and Fellows for obligations of the ITI is excluded.

Only the assets of the ITI are liable for its obligations.

The funds of the ITI are based upon membership dues, donations, income from ITI activities, the transfer of funds from the ITI Foundation for Implantology and Related Fields for specific purposes, and yields from the Association's Assets.

Retired and expelled Fellows or Members have no claim on the Association's assets.

VIII. Association year

Article 35:

The Association year corresponds to the calendar year.

IX. Liquidation

Article 36:

If the liquidation of the Association is decided, then the members of the Board of Directors act as liquidators. A liquidation surplus is to be allocated to another non-profit organization with a similar purpose.

X. Sundries

Article 37:

Moreover, articles 60 and following of the Swiss Civil Code are valid.

Thus decided by the General Assembly of August 30, 1987.

Waldenburg, September 1995 (Revision of articles)

Waldenburg, August 1997 (Revision of the articles)

Waldenburg, August 1998 (Revision of the articles)

Gstaad, August 2003 (Revision of the articles)

Stuttgart, August 2008 (Revision of the articles)