

ARTICLES OF ASSOCIATION

Name

§ 1

The name of the Nonprofit Organization is The Association for European Genomic Medicine Consortium (EGMEDC). The secondary name is Association to Promote CRISPR technology and medicine with the EU.

Registered Seat

§ 2

The registered seat is in Copenhagen, Denmark.

Purpose

§ 3

Through activities decided by the association within the purpose to unite and empower clinical, academic, regulatory, and industry stakeholders to advance the development and delivery of CRISPR based and related genetic therapies across Europe.

The organization aims to establish a coordinated, ethical, and sustainable ecosystem for the clinical translation of genomic medicines - ensuring timely, safe, and equitable access for patients.

Activities to Achieve the Purpose

§ 3 a

To promote and advance its purpose, EGMEDC will:

- a) Standardize genomic medicine pathways across Europe by strengthening infrastructures and establishing centers in Europe
- b) Accelerate regulatory and reimbursement approvals for genomic medicines to increase the number of approved medicines in Europe
- c) Expand patient access to advanced CRISPR and gene-editing treatments across European healthcare systems
- d) Position Europe as a global leader in precision and genomic medicine by fostering collaboration among leading companies and scientists in Europe
- e) Such other tasks and assignments including through seminars and political influences which promote these purposes and as decided by the association.

Membership

§ 4

EGMEDC shall have different categories of membership. Members can be anyone with interest within the CRISPR field of sciences etc. being both commercial and political bodies and private individuals.

Membership fees and conditions shall be defined by the board being elected at any time and approved by the General Assembly. Members shall have access to consortium benefits, including participation in meetings, webinars and publications, including access to the CMN Trial Database and other databases established and/or operated by the association.

Members will generally have access to the same benefits and information from the association being available at any time, however, level of membership, voting rights, expected level of commitment for contribution, membership fee etc. varies between the different Partnership Levels as defined in the accession documents issued and signed by a member when becoming a member, and generally the Partnership Levels are

- Founding Partner (Academic/Clinical)
- Strategic Partner (Academic/Clinical)
- Observer Partner
- Member Institution
- Individual Members
- Industry Founding Partners and
- Industry Sponsors.

EGMEDC may at its discretion establish more and differentiated partnership levels.

The association can expel members who violate the principles of the association or work actively against its interests.

Initial Funding and Membership Contributions

§ 5

To support the establishment and activities of the association, members may provide financial contributions as determined by their Partnership Level.

One-time seed funding from Industry Founding Partners provides founding partner benefits which are exclusive to these including membership long right to appoint a member to the board of the association respecting the composition of the board and the level of non-profit members. An annual membership fee is payable from other categories of members/Partnership Levels. The Partnership Level fee is decided by the General Assembly upon recommendation from the board.

All contributions and membership fees are non-refundable and must be used solely in accordance with the organization's non-profit purpose.

All financial contributions and membership fees will be used in the interest of the association including payment of salaries to a secretariat established. No member will have special financial rights or rights to a part of the assets of the association.

Governance Structure

§ 6

The governance of EGMEDC consists of a) The General Assembly, b) The Board, c) The Secretariat, d) The Advisory Board, and e) Work Package Leaders.

The Association shall be bound by the joint signatures of the Chairman of the Board and one other Board Member, or by two Board Members designated by the Chairman. The Board may lay down further rules regarding signatory authority in its Rules of Procedure..

§ 7

The General Assembly is the highest authority of the association. It consists of all members with voting rights. The General Assembly shall i) approve the audited annual report and financial statements, ii) elect those members of the Board not appointed by the founding partners, iii) elect auditor for the coming year, iv) approve amendments to the Articles of Association, v) decide on dissolution of the association, and vi) any other matters. An ordinary General Assembly shall be held once per year in or around April.

Amendments to these Articles of Association require a two-thirds majority of votes present at a General Assembly.

Extraordinary general assembly must be convened when more than 50% of the members request the association to call in for an extraordinary general assembly.

§ 8

The Board will consist of up to 9 members elected by the General Assembly for a term of two years. The first board is for the first two-year period until April 2028 appointed by the Founder and selected Founding Partners. In April 2028 a new board will be appointed by the General Assembly under these articles of association.

At any time after the initial two-year period at least 2/3 of the members of the Board must be non-profit members such as academics, Clinical professionals and/or professionals not directly related to the CRISPR or other parts of the medical industry, or civilians.

The Board is responsible for strategic decision making and outlining, and supervision of activities, approval of budgets and annual plans, admission and termination of members, and appointment of the Secretariat and Advisory Board. The Board must ensure that the Secretariat and the association have sound financial systems and budgets and must ensure that the liquidity situation of the association is balanced and capable.

§ 9

The Secretariat shall handle daily administration, coordination, and communication of EGMEDC under supervision of the Board. Their terms and conditions will be on market terms and agreed with the chairman of the Board.

Dissolution

§ 10

In the event of dissolution of the organization, all assets of EGMEDC shall be transferred to another organization with similar objectives, or, if such an organization cannot be identified, to scientific purposes within the CRISPR medicine field.

The decision to dissolve the association shall be made by the General Assembly in accordance with these Articles of Association and must be first decided at a general assembly whether it is ordinary or extraordinary and then confirmed at a second general assembly which must be no earlier than at least 14 days after the first decision was passed.

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The above Articles of Association have been adopted in connection with the establishment of the European Genomic Medicine Consortium (EGMEDC) in Copenhagen, Denmark, on 10 February 2026.