



Osteosynthesis &
Trauma Care Foundation

Regulation Booklet

Version 13th June 2017

Osteosynthesis and Trauma Care Foundation (OTC Foundation, OTCF)

Regulation Booklet

	Name	Valid from	Remarks
01	Articles of Incorporation	27.11.2007	In force
02	Code of Conduct	14.01.2014	In force
03	Reimbursement Policy	15.01.2014	In force
04	Organisation Regulation	15.06.2017	In force
05	Internal Competence Regulation	15.01.2014	In force
06	Signature Authorisation	15.01.2014	In force
15	Medical Ethical Guideline	16.03.2011	In force

Bern, July 13th 2017



Emanuel Zloczower
Chairman of the Board of Trustees

Articles of Incorporation of the Osteosynthesis and Trauma Care Foundation

1 Name and Domicile

Under the name Osteosynthesis and Trauma Care Foundation ("Foundation") exists a foundation in the sense of art. 80 et seqq. of the Swiss Civil Code (CC). The board of trustees designates the domicile of the Foundation. The board of trustees is, subject to the approval of the supervisory authorities, entitled to move the domicile to any place in Switzerland.

2 Purpose

The purpose of the Foundation is to undertake, support and promote the global advancement of osteosynthesis and trauma care through, without limitation, education, training, research, scientific study, symposia, publications, best clinical practices and related humanitarian activities.

For this purpose, the Foundation can acquire and sell real estate, buy and sell shares in companies, incorporate and dissolve subsidiaries and establish and dissolve branch offices.

The Foundation does not strive for profit.

3 Assets

Upon its incorporation, the Foundation is endowed by the founder, Stryker Trauma SA, with an initial capital of CHF 100,000 (Swiss Francs one hundred thousand). The assets of the Foundation are further alimented by voluntary contributions by the founder or any third party as well as by returns and capital gains on its assets.

The assets of the Foundation have to be managed according to the legal guidelines.

4 Bodies of the Foundation

The bodies of the Foundation are:

- the board of trustees
- the auditors.

The board of trustees can enact organisational regulations by which additional bodies of the Foundation (such as an executive director, boards or committees) can be created.

5 Board of Trustees

The board of trustees, which has to consist of at least three physical persons or representatives of legal persons, is the supreme body of the Foundation.

6 Compensation

Members of the board of trustees can be compensated for their function at market rates and are entitled to have their related actual expenses reimbursed. Members of the board can be compensated for specific services rendered to the Foundation at arms' length conditions.

7 Appointment and Amendments

The board of trustees appoints and amends itself, whereby only such candidates are considered, who are familiar with the purpose of the Foundation because of their profession and their previous engagement.

8 Term of Appointment

The term of appointment of the members of the board of trustees is three years. The previous members appoint the board of trustees for each term of appointment by cooptation. Re-election is possible.

In case one or more members of the board of trustees ceases to be a member during the term of appointment, a new member needs to be appointed for the remaining term of appointment.

A member of the board of trustees may be dismissed at any time upon good cause shown. Such good cause is particularly established, if the concerned member is not fulfilling his obligations towards the Foundation or is no longer able to duly exercise his duties. For the dismissal of a member of the board of trustees a resolution taken with a two-thirds majority is required.

9 Powers

The board of trustees is the supreme body of the Foundation. It performs all duties and responsibilities which are not explicitly assigned to another body or committee of the Foundation by this document or by regulations or other documents of the Foundation.

The board of trustees has the following untransferable and inalienable duties:

- 9.1 ultimate supervision of the activities of the Foundation, namely in view of the Foundation's internal documents (as articles of incorporation, regulations and other documents) as well as in view of compliance with the laws and any applicable compliance guidelines, codes of conduct, ethical rules and the like;
- 9.2 stipulating the powers and authorities to sign on behalf of the Foundation and to represent the Foundation;
- 9.3 appointment of the members of the board of trustees and of the auditors of the Foundation;
- 9.4 ultimate financial supervision of the Foundation and implementation of an appropriate financial management system;
- 9.5 notification of the court in case of insolvency of the Foundation;

- 9.6 creation of additional bodies of the Foundation in organisational regulations;
- 9.7 enacting and modification of regulations;
- 9.8 any amendment of the Foundation's articles of incorporation and regulations;
- 9.9 establishment of the goals and policy and the overall strategy of the Foundation and any fundamental changes in the Foundation's activities;
- 9.10 dissolution of the Foundation (with or without liquidation), particularly merger of the Foundation;
- 9.11 acquisition and disposal of any interest in other entities, the formation and dissolution of subsidiaries, the opening and closure of branch offices;
- 9.12 purchase, sale and encumbrance of real estate;
- 9.13 conclusion of loans, credit facilities, sale and purchase agreements, security arrangements, guarantees, sureties, subordination agreements and other financial arrangements (whether provided or not provided in the annual budget) covering in each individual case an amount exceeding a threshold to be determined by the board of trustees from time to time;
- 9.14 conclusion of agreements with the executive director or other employees, whose annual salary exceeds a threshold to be determined by the board of trustees from time to time.

The board of trustees is authorized to transfer powers and duties other than those listed above to one or more members of the board of trustees, to other bodies of the Foundation, to employees of the Foundation or to third parties.

10 Liability of the Bodies of the Foundation

All persons responsible for the supervision, administration, management or auditing of the Foundation are liable for any damage caused by intentional or negligent breach of their duties.

If several persons are liable for a damage, any one of them is jointly and severally liable with the others to the extent that such damage can be attributed to such person based on his own violation of duties and the relevant circumstances.

11 Conflict of Interests

In the event that any member of a corporate body or any other person acting for and on behalf of the Foundation shall have any direct or indirect interest in, or relationship with, any individual or organization which proposes to enter into any transaction with the Foundation, including but not limited to transactions involving:

- 11.1 the sale, purchase, lease or rental of any property or other asset;
- 11.2 employment, or rendering of services, personal or otherwise;
- 11.3 the award of any grant by the Foundation, contract, or subcontract;
- 11.4 the investment or deposit of any funds of the Foundation;

such person shall give notice of such interest or relationship and shall thereafter refrain from discussing or voting on the particular transaction in which he has an interest, or otherwise such person shall refrain from attempting to exert any influence on the Foundation, or its components to affect a decision to participate or not participate in such transaction.

Specific services rendered to the Foundation by members of the board as mentioned in article 6 are to be disclosed.

12 Guidelines of Conduct

The Foundation establishes compliance guidelines, codes of conduct and the like as in force from time to time and applicable to organisations similar to the Foundation and applicable to individuals or organizations with whom the Foundation interacts ("Codes and Guidelines"). Such Codes and Guidelines shall embody the basic principles laid down in documents like the Swiss NPO-Code, the Business Principles for Countering Bribery, the Swiss Academy of Medical Sciences-Guidelines etc. as in force from time to time. The board of trustees and any individual or organization acting within the Foundation shall take care of proper implementation of and compliance with the Codes and Guidelines within the whole organisation and operation of the Foundation.

13 Regulations

The board of trustees enacts one or more regulations concerning the details of the organisation and the management of the Foundation. The board of trustees may amend these regulations within the scope of the purpose of the Foundation at any time. The supervisory authorities have to be made aware of these amendments.

14 Auditors

The board of trustees elects a legally adequate auditor. The auditor is required to audit the annual financial statements of the Foundation and to submit a detailed audit report to the board of trustees. Moreover, the auditor needs to verify the compliance of the activities of the Foundation with its purpose and with its articles of incorporation and the regulations.

The auditors shall inform the board of trustees about any irregularities or defects they became aware of. If these irregularities or defects are not remedied within reasonable time, the auditor is obliged to notify the supervisory authorities.

15 Amendments to the Deed of Foundation and the Articles of Incorporation

The board of trustees may submit requests for an amendment of the deed of foundation or the articles of incorporation by way of unanimous resolution to the supervisory authorities according to art. 85/86 CC.

The Founder has the right to petition amendments to the articles of incorporation to the competent supervisory authorities in the sense of Art. 86a CC.

16 Termination

The duration of the Foundation is unlimited.

Termination of the Foundation requires an unanimous resolution of the board of trustees and may only be effected for reasons required by law (art. 88 CC) and upon approval by the supervisory authorities.

In case of termination of the Foundation the then available assets of the Foundation shall be transferred to Swiss tax exempt organizations of public utility (gemeinnützig) serving similar or identical purposes. In any case, these assets must not be retransferred to the founder or its successors.

Bern, November 28, 2007

The Founder:
Stryker Trauma SA

.....
(Vivian Masson)

.....
(Roland Dürig)

Code of Conduct of Osteosynthesis and Trauma Care Foundation (OTC Code of Conduct)

1 Scope of this document

This Code of Conduct functions as a guide for all individuals with respect to their roles and responsibilities related to our various programs and activities. The primary purpose of this Code of Conduct is to ensure compliance with ethical standards and all applicable laws and regulations. OTC tolerates no unlawful inducement notably no toleration of kickbacks.

2 General principles

2.1 Financial commitments

All activities, programs, projects and related financial costs and expenditures directly relate to the Mission of the OTC and are "appropriate, necessary, modest and reasonable" for the specific purpose of the OTC activity to which it relates.

No improper payments will be made to government or non-government officials, employees or any other OTC representative.

The OTC Reimbursement Policy complies with this Code of Conduct.

2.2 Ethical guidelines

OTC representatives will not act against any law, rules, guidelines of the Swiss Academy of Medical and Natural Sciences (www.samw.ch), the Advamed code of ethics or the Eucomed code of business.

OTC staff and Board of Trustees do not have to abide by the Advamed code of ethics or the Eucomed code of business as long as they do not interact with HCPs.

No OTC representative will ever use bribery or granting of improper favors to achieve the mission of OTC Foundation.

2.3 Conflict of interests

As a non-profit entity, OTC is dependent upon financial aid and technical support from external sources for many programs and activities. These sources may include business organizations. While some of these business organizations may maintain an economic interest in the programs and activities of the OTC, it is imperative that the OTC maintains an independent, transparent and rational relationship with all external donors.

Understanding the relationship between the OTC and private sources of donations, all OTC activities should be designed in a manner that prevents even the appearance of impropriety. It is essential to the credibility of the OTC that all activities be free from both real and apparent influence of individuals or business organizations.

2.4 Employment practices

It is OTC's policy to comply fully with all applicable labor laws and other statutes regulating the employer-employee relationship and the workplace

environment. OTC grants equal opportunities irrespective of race, national origin, gender, sexual orientation, religion or age.

2.5 Acceptance of gifts

OTC representatives may not offer or accept gifts or favors worth over CHF 100, financial or otherwise, in return for preferential treatment or action.

2.6 Participation in OTC Foundation events

- a) Education Courses and other events of the OTC are open to the public and any attendee. All individuals must formally register.
- b) OTC Committee Meetings shall only be attended by members of the respective OTC Committee and OTC support staff. Experts can be invited on case to case basis.

3 Implementation Principles

Compliance with OTC regulations and ethical guideline is the responsibility of each person acting for and on behalf of the Foundation. Only compliant behavior ensures the value of our foundation permanently.

3.1 Reporting of violations

OTC's representatives report violations of laws, rules, regulations or the Code of Conduct internally, so that such matters can be properly addressed. The reporting can be done to the Chief Compliance Officer. Violations by the Chief Compliance Officer should be reported to the cantonal authority.

No reprimands are done against the person who reported such violations in good faith.

3.2 Violations against this Code of Conduct

Should violations against this Code of Conduct occur, appropriate measures will be taken against the violator. These measures may include counseling, oral or written reprimands, warnings, or suspension without remuneration, termination of contract, and legal action.

3.3 Abiding by this Code of Conduct

Accordingly, all individuals agree to abide by this Code of Conduct when participating in any OTC activity.

4 Final provisions and Applicable legislation

4.1 This code of conduct is governed by Swiss law.

4.2 It enters into force on January 14th 2014

Emanuel Zloczower
Chairman of Board of Trustees

Reimbursement Policy of Osteosynthesis and Trauma Care Foundation (OTCF Reimbursement Policy)

1 Scope of this document

This Reimbursement Policy clarifies, for which activities Per Diems and reimbursements are due by OTCF.

All per diem, travel, expenses and other expenses including other direct costs must comply with the Code of Conduct of OTCF.

This regulation is applicable to all HCPs, each employee, member of the Board of Trustees and OTCF committee members.

2 Reimbursable Expenses

2.1 General Principles

In general the OTCF provides the travel tickets and accommodation.

OTCF will reimburse expenses such as lodging, meals and travel expenses (like taxi, bus, train, tolls and parking) if they directly relate to an OTC activity, and correspond to Article 2.2.1 of the OTCF Code of Conduct.

Incidentals such as mini-bar, in-room movies, personal telephone calls, and additional charges for accompanying persons, are to be paid directly by the individual. The OTCF staff is not allowed to use his or her working time to help organize for persons not involved in an OTC activity.

A person involved in an OTC activity signs a contract or a participation agreement to cover these activities exists.

For reimbursement, the standard OTCF form has to be completed and duly signed. Original receipts and supporting documentation specifying the work performed is to be submitted with the invoice.

2.2 Car expenses

OTCF reimburses CHF 0.75 per driven kilometer if the requesting person takes his or her private car for an OTC activity. The requesting person will have to prove the distance he or she takes by a print out of a route calculator.

2.3 Airfare

Persons choosing to organize and pay their own flight bookings will have to inform OTCF prior to booking. In any case only the maximum budget amount stated below will be reimbursed, if the flight dates correspond to the meeting schedule.

Only air travel with total flying time over five (5) hours can be reimbursed in business class. The stopover time is not counted as flying time.

	Tourist Class	Premium economy or Business Class
General maximum rates for two way tickets	CHF 1'200	CHF 6'500

No one can insist on own choice of airline. The option of premium economy class should be taken into consideration.

Flights for Education Fellowships must be tourist class.

2.4 Maximum rates for hotels and meals (in CHF per person per day)

The location of the event and the hotel should be appropriate for, and conducive to, accomplishing the purpose of the meeting.

To enhance the productivity of the meetings, OTCF will occasionally offer modest meals to the participants.

For such accommodations and meals, the following maximum rates are being followed:

Hotel incl. breakfast	Refreshments	Lunch	Dinner
CHF 300.-	CHF 30	CHF 50	CHF 125

3 Per Diem

Per Diem is paid by times and materials only for the effective work done and for traveling to qualifying OTC events as specified in the individual "Scope of Work".

No HCP should get more Per Diems than the maximum agreed in their "Scope of Work". If the Per Diem should exceptionally exceed the initial amount, an amendment to the initial "Scope of Work" has to be done.

3.1 No Per Diem is paid for attending formal OTC events (Annual General Assembly, Leadership Forum or Trauma Symposia).

3.2 Per Diems for traveling

Traveling times are paid by the effective time spent travelling up to a maximum of one day for the two way trip.

3.3 Per Diem Rates

These rates are the maximum Per Diem Rates and they must not be higher than the local fair market value in an arm's length for the actual services provided.

a) For Committee Members: CHF 1'000.00.

b) For Committee Chair: CHF 1'500.00.

4 Final provisions and Applicable legislation

4.1 It enters into force on January 15th 2014 and replaces the previous regulation with immediate effect.

Emanuel Zloczower
Chairman of Board of Trustees

Organization Regulation of the Osteosynthesis and Trauma Care Foundation (OTC Foundation, OTCF)

1 Scope of this document

- 1.1 The Board of Trustees of OTC Foundation (hereinafter called "OTCF" or "The Foundation" for the Foundation; or "OTC" for the OTC alliance with the Chapters) based on article 4 and 9 of the Articles of Incorporation enacts the following organizational regulations.
- 1.2 These regulations determine the structure, organization and functioning of OTCF.

2 Structure of OTC Foundation

- 2.1 The OTCF shall have the following Corporate Bodies:
 - a) Board of Trustees (hereinafter called "BoT")
 - b) General Assembly (hereinafter called "GA")
 - c) Executive Board (hereinafter called "EB")
 - d) Research Committee (hereinafter called "RECO")
 - e) Foundation Secretariat (hereinafter called "Secretariat")
 - f) Statutory Auditors

3 General Provisions

3.1 Meetings

The Corporate Bodies convene at least once annually in person. Meetings shall be called at least ten days before the date of the meeting (except for urgent matters) by the chairman, who determines the agenda and the date of the meetings. Each member is entitled to propose agenda items to be discussed at the next meeting. Not announced agenda points can be added, if all the members agree.

Extraordinary meetings can be called in by one third of the members of the Corporate Body.

Meetings shall be headed by the chairman. In absence of the chairman they shall be headed by another member of the Corporate Body, who will be elected by the members of the body by the majority of votes.

The meetings can be held by way of telephone or video conference. The venue for physical meetings can be proposed by the Corporate Body in consultation with the BoT and the Secretariat.

3.2 Quorum

The presence of the absolute majority (50% + 1 of present members) of the elected members of the Corporate Body shall constitute a quorum. Each committee member or each Chapter has one vote.

3.3 Resolutions

Resolutions shall be adopted by a majority of votes cast.

Suspension of members (article 3.5) need a majority of two third of the votes cast.

Every member or Chapter shall have one vote.

In case of a tie, the chairman or, in his absence, the member of the Corporate Body presiding the meeting shall have the deciding vote.

Proxy votes are allowed if they are wet signed by the absent member and handed out in original to the president of the Corporate Body at the date of the meeting.

3.4 Circular Resolutions

Elections and the adoption of resolutions may be conducted by way of circular resolutions per e-mail, provided that no member of the Corporate Body requests oral deliberation in a physical meeting of the Corporate Body. Circular resolutions shall be adopted unanimously. Said circular resolutions need to be taken note of at the next meeting.

3.5 Suspension of members

Members (individual members or Chapters) shall be suspended temporarily or definitely by the GA, if the member:

- a) Fails to adhere to the Code of Conduct or to the decisions of the OTCF;
- b) Is unable to fulfill its responsibilities for time or quality (reference: see 5.5 below).

3.6 Minutes and keeping the records

The resolutions adopted by the Corporate Bodies shall be recorded in minutes.

The records of the Corporate Bodies shall be kept at the Foundation office or at the domicile of the fiduciary.

3.7 Written Form

E-mails or faxes which clearly refer to the relevant documents are accepted as internal approvals within OTCFs, minutes of board meetings etc. Such E-mails and faxes are considered by OTCF equal to a wet signature.

HCP contracts and invoices require wet signature or equivalent.

4 The Board of Trustees (BoT)

- 4.1 The BoT consists of three to five trustees. The BoT elects new members unanimously.

The members of the BoT are appointed for a period of three years, reelection is possible.

4.2 Functions of the BoT

The Board of Trustees shall, in accordance with article 9 of the Articles of Incorporation stating its duty of ultimate supervision of the Foundation's activities, in particular and without limitation have the duty to assure that the following functions and duties are performed:

- a) Ensure all OTCF Corporate Bodies and activities follow the mission of the Foundation and are compliant to the OTCF, bylaws and signed agreements;
- b) Review on a regular basis whether the organization is using the funds with respect to the grantors donation;
- c) Approve work plans and budgets and annual accounting statements;
- d) Assure the proper functioning of the Corporate Bodies;
- e) Confirm decisions of the GA;
- f) Represent the Foundation with respect to third parties.

4.3 Chairman of BoT shall:

- a) Set up and control the information flow with the other members of the BoT;
- b) Prepare the meetings of the BoT and invite the other members according to the Articles of Incorporations;
- c) Ensure that the board's meetings and activities are conducted in the spirit of the OTCF and conform to the Articles of Incorporation, bylaws and signed agreements of the OTC Foundation;
- d) Be responsible for the correct delivery of the yearly report to the Cantonal Authority.

5 The General Assembly (GA)

- 5.1 The GA shall be comprised of the presidents of the local Chapters of OTC, plus the chairperson of the RECO. Additional non-voting member shall be present upon invitation by the GA President. The presidents can be substituted by another board member of the respective Chapter.

The GA is presided by the President and assisted by the Immediate Past President, the President Elect and assisted by the Secretariat.

5.2 The GA shall:

- a) Foster and strengthen the OTC network and ensure its overall engagement, and provide advice on the overall scope and focus of activities of the organization;
- b) Work closely together with the OTC Chapters to establish a cohesive global vision and strategy for OTC;
- c) Assure the required scientific and managerial level of candidates to serve as members of the RECO;
- d) Have the right to create regional and/or sub-regional groupings as well as committees;
- e) Accept new Chapters according to article 5.5 hereafter;
- f) Suspend or exclude members or Chapters;
- g) Dedicate Honorary Awards to persons who rendered outstanding services to the OTCF.

5.3 The standing agenda items for the GA shall include:

- a) Elect the Incoming President who shall automatically become President after the next ordinary meeting of the GA (election in mid-2017 / president from mid-2018);
- b) Confirm or terminate members of RECO;
- c) Acknowledge the annual reports of RECO, Chapters, Board of Trustees and the Secretariat;
- d) Acknowledge the program budget;
- e) Advise on strategic decisions for global and regional development.

5.4 The President is leading the GA. He is responsible to prepare the agenda for the GA assisted by the Incoming President, the immediate Past President and supported by the Secretariat.

5.5 Acceptance of new Chapters

New Chapters can join the OTC, if the candidate:

- a) Makes a written request to the GA;
- b) Supports the vision and mission of OTC;
- c) Agrees to abide by the regulations and requirements of OTCF;
- d) Makes plausible its financial sustainability;
- e) Submits at least 10 names of surgeons and scientists who will be the first members of the new Chapter.

6 Executive Board (EB)

- 6.1 The EB consists of the President, the Incoming President and the immediate Past President, as well as OTC Regional Coordinators.

The EB is chaired by the President who is also leading the GA.

The Presidents are elected for one year in office and thus reside each in the EB for three years.

The EB proposes Regional Coordinators who are to be confirmed by the GA.

6.2 Function of the EB

- a) The EB works closely together with the Chapters to establish a cohesive global vision and strategy for the OTC Global Alliance and to govern the work of the GA.
- b) In order to fulfill the mission of the Foundation, the EB shall be able to create Task Forces.

7 Research Committee (RECO)

- 7.1 The RECO defines and executes the scientific activities of OTCF, supported by the Secretariat.

- 7.2 The RECO consists of three to seven members. Candidates are to be specially qualified in aspects of osteosynthesis and trauma care, and come from an OTC Chapter country.

7.3 General Terms for RECO

- a) The RECO members propose new candidates to the GA. The candidates are to be confirmed by the GA.
- b) To the extent possible the time term for members is limited to two terms of three years.
- c) To the extent possible the global regions are represented in the RECO;
- d) The members elect their chairman.

- 7.4 The chairman shall lead the RECO. He shall ensure that the members execute their different functional responsibilities. The RECO shall notably:

- a) Provide to the GA advice and direction regarding their programs in general;
- b) Publish relevant results;
- c) Elaborate work plans and budgets regarding their programs for submission to the GA.

8 Foundation Secretariat

- 8.1 The Foundation Secretariat is mandated to implement the decisions of the GA and the BoT, to supervise the activities of the Foundation and to issue and maintain appropriate periodical information within the Foundation and the OTC alliance, also concerning important operative matters or reportable extraordinary events.
- 8.2 The Foundation Secretariat is appointed by the BoT.

9 Statutory Auditors

- 9.1 Auditors are appointed by the Board of Trustees according to article 14 of the Articles of Incorporation, they are appointed for one year. Auditors must be registered as specially qualified in the Commercial Register.
- 9.2 Auditors are completely independent and act according to the laws of Switzerland.

10 Final provisions

This Regulation was approved by the BOT on June 14th 2017 and accepted by the GA the next day. It replaces any previous Organisation Regulation and enters into force on June 15th 2017.



Emanuel Zloczower
Chairman of Board of Trustees

The internal Competence Regulation of the Osteosynthesis and Trauma Care Foundation (OTC Foundation, OTCF)

1 Scope of this document

- 1.1 The Board of Trustees of OTC Foundation (hereinafter called "OTCF" or "The Foundation") based on article 4 and 9 of the Articles of Incorporation enacts the following organizational regulations.
- 1.2 These regulations as integral part of the Organization Regulation determine the (internal) competence regulations.

Nr.	Task	Board of Trustees	General Assembly	General Manager
1	Leadership			
	Formulating and controlling of Strategy/ Business Plans	Approval	Decision	Preparing
	Approval of new Chapters	Approval	Decision	Preparing
	Cooperation with other NPOs / Grantors	Approval	Decision	Preparing
2	Finance			
	Budget	Decision	Approval	Preparing
	Accounting, Quarterly & Annual Fin. Reports	Decision	-	Preparing
	Management of financial activities (CHF) - budgeted - non-budgeted	Decision > 100'000 > 25'000	-	Decision < 100'000 < 25'000
	Approval of invoices of BoT members			Approval
4	HR and Organization			
	Administration and Management	Approval	Information	Preparing
	Hiring / Dismissal of Staff	Approval	Information	Proposal

2 Final provisions

This Regulation enters in force January 15th, 2014

Emanuel Zloczower
Chairman of Board of Trustees

**Annex
to the Organisation and Competence Regulation
of the OTC Foundation**

Name	Forename	Function	Signature authorisation
Prof. Dr. Bühren	Volker	Member of Board of Trustees	Collective Signature
Dr. Van den Hazel	Peter	Member of Board of Trustees	Collective Signature
Zloczower	Emanuel	Chairman of Board of Trustees	Single Signature
Dr. Helmer	Richard	General Manager	Collective Signature
Bertini Partner AG		Fiduciary	Collective Bank Signature

Murnau, January 15th 2014

Emanuel Zloczower
Chairman of BoT

Prof. Dr. Volker Bühren
Member of BoT

Dr. Peter van den Hazel
Member of BoT

Medical-ethical guideline for the use of human biological material

1 Scope of this guideline

OTCF endeavors to ensure the compliance with ethical standards and applicable laws in relation with the donation of human biological material. OTCF encourages ethical business practices and is socially responsible.

This guideline is based on the Convention on Human Rights and Biomedicine¹, the Ethical Guideline of the Medical Research Committee (UK)² and the Ethical Guideline from the Swiss Academies of Arts and Sciences³

The Convention states the principle according to which a person has to give the necessary consent for treatment expressly, in advance, except in emergencies, and that such consent may be freely withdrawn at any time.

2 Principles

- 2.1 The human body and its parts should be treated with respect
OTCF is aware of cultural or religious differences in the meaning and significance attached to the body or specific parts of it and assures that the will of the donor is respected.
- 2.2 Informed consent and authorization
Donors should understand what the sample is to be used for and how the results of the research might impact on their interests. The written authorization is required from the donor (or the next of kin, if the donor has died).
- 2.3 The human body and its parts shall not, as such, give rise to financial gain
OTCF agrees to reimburse the reasonable expenses or costs for obtaining human biological material for educational or research purposes. The donors should be informed if their samples might be used in commercial research.
- 2.4 Request for information
Every supplier of human biological material shall be able to hand out to OTCF a complete documentation on the origin of the human biological material on first request.

3 Violations against this Ethical Guideline

Should violations against this Guideline occur, OTCF may have the right to immediately terminate the agreement with the violator without notice according to the article 3.2 of the OTCF Code of Conduct.

March 16th 2011

Emanuel Zloczower
Chairman of Board of Trustees

Mel Rosenwasser
Chairman Executive Committee

¹ Convention for the protection of Human Rights and dignity of the human being with regard to the application of biology and medicine: Convention on Human Rights and Biomedicine (ETS No.: 164) and Additional Protocol to the Convention on Human Rights and Biomedicine, on Transplantation of Organs and Tissues of Human Origin (ETS No.: 186)

² <http://www.mrc.ac.uk/Utilities/Documentrecord/index.htm?d=MRC002420>

³ <http://samw.ch>