



PatCom CONSTITUTION

1. INTRODUCTION

- 1.1 The name of the organisation shall be PatCom (the Patent Committee).
- 1.2 PatCom is an association of commercial patent information providers and was established in 1999 as a “Commercial Patent Information and Service Providers Group” at the EPIDOS Annual Conference in Halkidiki, Greece.
- 1.3 PatCom is registered in The Hague, The Netherlands.
- 1.4 PatCom has the following Mission Statement:

“To be the collective voice of the international patent information industry”
- 1.5 PatCom consists of Full Members and Associate Members, as defined in Section 5, “MEMBERSHIP”.

2. OBJECTIVES

- 2.1 PatCom shall have the following objectives:
 - (i) To represent the views and interests of commercial patent information companies globally and the customers they serve, in dealing with national and international patenting authorities, Government departments, agencies, and other relevant organisations.
 - (ii) To closely monitor the activities and development plans and policies of the major patenting authorities, to ensure that a clear separation exists between their role as information publishers and the role of the commercial sector, in disseminating information through the provision of value added products and services.
 - (iii) To ensure that the patent issuing authorities publish, accurate and timely data to internationally recognised standards.
 - (iv) To provide an industry forum for the exchange of non-competitive information.
 - (v) To promote the patent information industry.

3. SPECIFIC ACTIVITIES

- 3.1 To meet with senior management of The European Patent Office (EPO) at approximately 6-monthly intervals.

- 3.2 To meet with senior management of WIPO and other major patent authorities as may be deemed necessary.
- 3.3 Related activities may involve communication and collaboration with such user organisations as the Patent Documentation Group (PDG), Pharma Dokumentationsring (PDR), Patent Information Users Group (PIUG), Werkgemeenschap Octrooi-informatie Nederland (WON) and the Associazione Italiana Documentalisti Brevettuali (AIDI) and the Confederacy of European Patent Information User Groups (CEPIUG).
- 3.4 PatCom may liaise with the following IP related special interest groups: the Coalition for Patent and Trademark Dissemination (USA), and the Patent Information Online Service Council (Japan).
- 3.5 To publish an annual development plan and to maintain the PatCom web site.

4. CODE OF CONDUCT

- 4.1 Members are specifically forbidden to solicit or enter into the formation of any cartel under the auspices of PatCom.
- 4.2 Members shall not issue verbal or written statements ascribed to PatCom. Only the President may speak or write on behalf of PatCom and he or she will be accountable to the membership for such statements.

5. MEMBERSHIP

- 5.1 Membership of the Association shall be divided into two categories:

- (a) Full Membership
- (b) Associate Membership

- 5.1.1 The provisions of this Constitution apply to both categories of members, unless explicitly provided otherwise.

5.2 Full Membership

- 5.2.1 Membership shall be open to any commercial provider of patent information services, operating largely within the private sector and registered as a company in any country.

- 5.2.2 Current members are listed on the PatCom website.

- 5.2.3 Application for membership shall be made on behalf of the organisation by its Managing Director/CEO or other authorized persons, furnishing all the particulars required therein, and shall be proposed and seconded by two members. All applications for membership must be submitted to the Secretary, who, following due

checking of credentials, will propose their acceptance by communication to the Executive Council. The application shall be considered by the Executive Council at its next meeting and, if approved and upon payment of the prescribed membership fees, shall thereupon become a member and shall enjoy all the privileges of PatCom.

5.2.4 Each member organisation must designate to the Secretary one main contact person to represent it and, where appropriate, that person shall cast the single member vote on any issue. The main contact person of a member organisation may delegate his/her rights and responsibilities to an appointed proxy, providing that proxy is also an employee or officer of the member organisation, and the Secretary has been informed in writing prior to any meeting or event. Each full member organisation shall have only one vote. However, more than one person from a member organisation may attend any PatCom meeting or assist in the work of PatCom, providing that the Secretary is given prior notice.

5.2.5 Full members shall support the objectives of PatCom by active technical or intellectual involvement in the governance and activities of PatCom.

5.2.6 The Executive Council shall, at its discretion, admit as a full member of PatCom any commercial organisation which does not satisfy all the criteria for full membership but is otherwise committed to supporting the aims of the patent information industry.

5.3 Associate Membership

5.3.1 The Executive Council shall, at its discretion, admit as an Associate of PatCom any other organisation, which does not satisfy all the criteria for full membership but is otherwise committed to supporting the aims of the patent information industry.

5.3.2 Associate members shall not propose or second any member for election to the Executive Council; shall not vote at any general meeting and shall not be eligible to be an Executive Council member. Associate members may have only observer status at any negotiation or meeting with third party organisations. Nevertheless, their views will be sought on all issues and these will be co-ordinated by the Secretary.

5.3.3 Application for, and acceptance of Associate Membership shall follow a similar procedure to that for Full Membership. Application for membership should be addressed to the Executive Council whose decision on applications shall be final.

5.3.4 A list of current Associate Members is available on the PatCom website.

5.4 Membership Fees

- 5.4.1 The membership fee shall be as recommended by the Executive Council from time to time, subject to the members' approval at a general meeting. The annual membership fees shall fall due on the first day of July.
- 5.4.2 A newly admitted member shall pay the first annual membership fee pro-rata to the nearest quarter.
- 5.4.3 Any member whose membership fee is three months in arrears may be divested of all rights and privileges of PatCom and unless payment of such arrears is made within one month of a notice sent thereafter, such member may be deemed to have resigned, provided that upon payment of arrears within that one month, all rights and privileges shall be restored to the member.

5.5 Resignation

- 5.5.1 A member shall cease to be a member:
 - (i) If the member ceases to be engaged in the patent information industry.
 - (ii) If the member resigns giving one month's notice in writing to that effect to the Secretary. Such resignation shall become effective from the date of receipt of the notice by the Secretary provided that the subscription for the relevant financial year to the nearest quarter has been paid.
 - (iii) If the member becomes or is declared bankrupt.
 - (iv) If the annual membership subscription shall not have been paid within three months of becoming due and demanded.
 - (v) If the Executive Council having received a complaint against a member and after hearing the members' response to the complaint vote by not less than two thirds of those present, the member may be suspended or expelled from membership by virtue of the nature of the complaint, as the Council may decide.
- 5.5.2 When membership ceases by reason of resignation, suspension or expulsion, the member shall not be entitled to repayment of any part of the annual subscription and shall be liable for all money due to PatCom.

5.6 Termination

- 5.6.1 Infringement of the Constitution shall be deemed to be grounds for summary termination of membership. Notification of proposed termination shall be issued by the Secretary.
- 5.6.2 In all cases of dispute, the President will adjudicate, except in the event that the President is involved in the dispute. In such case, the Secretary shall appoint a neutral deputy.

5.6.3 Termination of PatCom itself may only be effected by an Extraordinary General Meeting to be convened and run in the same way as an Annual General Meeting.

6.0 PatCom EXECUTIVE COUNCIL

6.1 The affairs of PatCom shall be directed by an Executive Council comprising 2 officers of full member organisations - President and Treasurer, plus representatives of three other Full Member organisations, plus a secretary, who is a non-voting member. If an officer ceases to be employed by a full member organisation, he/she automatically ceases to be a member of the Executive Council.

6.2 No member can have more than one person from their organisation elected to the Executive Council.

6.3 Election to the Executive Council shall be by simple majority vote conducted at the AGM immediately before the term of the council expires. Each Full Member shall have one -vote for each vacant seat on the Executive Council.

6.4 A member of the Executive Council shall cease to be a member if he/she resigns from, or ceases to be an employee/principal of the organisation they represent.

6.5 A quorum of four members is required for a meeting of the Executive Council and a simple majority is required for any decisions taken.

6.6 Each member of the Executive Council except the secretary shall have one vote.

6.7 The Executive Council shall have power to appoint Committees, Sub-Committees, Working Groups and sub-Groups, for the purpose of carrying out its functions.

6.8 The membership shall, at its first meeting in 2004, elect a President to serve a continuous two-year term. No person may hold the office of President for more than five consecutive terms. In the event of the President (or any other member of the Executive Council) resigning or ceasing to be a member of the Executive Council, the Council shall have the power to elect a replacement to serve for the remainder of the term, this period of office not counting for the purpose of the requirement in the previous sentence.

6.9 The membership shall, at its first meeting in 2004, also elect a Secretary and a Treasurer, plus three other representatives, each member serving for a two-year term. The office of Secretary is a semi-permanent appointment and may be filled by a non- member.

6.10 The office of Secretary attracts an annual honorarium, the sum to be recommended by the Executive Council and adopted by a meeting of the Full Membership.

7.0 DUTIES OF THE EXECUTIVE COUNCIL MEMBERS

7.1 President

7.1.1 The President shall be an employee or principal of a Full Member organisation and will serve for a period of two years. No person shall be elected to the position of President more than five times. The term of Office shall commence on July 1st in any year.

7.1.2 It will be the duty of the President to:

- (i) initiate and guide policy throughout their term of office
- (ii) act as chairman at all PatCom internal or external meetings
- (iii) act as the official representative of PatCom
- (iv) be accountable to the Membership and to deliver a President's Report to each Annual General Meeting, which will be sent in writing to all members

7.2 Secretary

7.2.1 The Secretary is not required to be either an employee or principal of a Full Member organisation but must be familiar with and committed to furthering the aims of PatCom and the patent information industry.

7.2.2 During their term of office, the Secretary shall not undertake any other work inconsistent with or prejudicial to the aims and objectives of PatCom.

7.2.3 The Secretary will serve for an initial period of two years. The term of Office shall commence on July 1st in any year.

7.2.4 It will be the duty of the Secretary to:

- (i) assist the President in his/her duties and handle administration involved with memberships, organisation of meetings, publicity and reporting (Agendas and Minutes).
- (ii) initiate and supervise election processes and ballots
- (iii) countersign the Annual Report of the President before its issue.
- (iv) maintain a consolidated, numbered list of issues addressed by PatCom, ideally as a restricted-access web site
- (v) organise the Annual General Meeting of PatCom

7.3 Treasurer

7.3.1 The Treasurer shall be an employee or principal of a Full Member organisation and will serve for a period of two years. No person shall be elected to the position of Treasurer more than five times. The term of Office shall commence on July 1st in any year.

7.3.2 It will be the duty of the Treasurer to:

- (i) manage cash receipts

- (ii) manage payments required to be made
- (iii) manage funds held in the bank
- (iv) sign cheques in accordance with the rules.
- (v) provide information to the auditor (or person preparing financial statements) as required by them.
- (vi) manage membership fees

8. FINANCE

- 8.1 Members shall pay an annual subscription which amount shall be fixed at the Annual General Meeting. Payment must be received by the Treasurer within 2 months of the AGM, otherwise membership will lapse.
- 8.2 All cheques drawn on PatCom's account must bear two signatures. The signatories shall be office bearers of the Executive Council or members authorised to sign by a vote at a General Meeting of PatCom.
- 8.3 The financial year of PatCom shall be July 1-June 30, but this may be changed by resolution of the Executive Council.
- 8.4 All travel and accommodation costs incurred in attending meetings under the auspices of PatCom shall be met by the individual member organisations.
- 8.5 The Executive Council shall present at the AGM a report to the members, which shall include accounts of PatCom showing (a) the income & expenditure (b) the assets and liabilities of PatCom. An honorary auditor appointed by members at the AGM will independently inspect the financial affairs of PatCom and produce a report for the AGM.

9.0 ANNUAL GENERAL MEETING

- 9.1 The Annual General Meeting shall take place in March each year to receive the accounts, to elect office bearers and conduct any other business appropriate to an AGM. At least one quarter of the Full Membership shall form a quorum.
- 9.2 No business shall be transacted unless a quorum is present. If no quorum is present, the meeting shall stand adjourned to a date to be advised which shall be not more than 60 days from the date of adjournment. If a quorum is not present at the reconvened meeting then those present shall constitute a quorum.
- 9.3 The meeting shall be organised by the Secretary, who will also take the minutes and the President will act as chairman. The Secretary and President will, together, set the date and venue for the meeting and announce this to all members and recognised observers at least six weeks before the set date. At the same time the Secretary will publish an Agenda and the President will provide the draft text of his/her address to the meeting.

- 9.4** Any issues upon which voting is appropriate will be clearly indicated.
- 9.5** Voting shall be by a show of hands, which shall be counted by both Secretary and President. The count shall be announced at the time and the members shall agree that count.
- 9.6** The retiring Secretary shall publish the minutes of the meeting to all members. The Secretary shall read the minutes of the previous Annual General Meeting at the commencement of the meeting and the members must be asked to vote on acceptance of the previous year's meetings.

10.0 EXTRAORDINARY GENERAL MEETINGS

- 10.1** An Extraordinary General Meeting (EGM) may be called at the discretion of the Executive Council, or by the Executive Council if two thirds of the full members in good standing so request. Not less than 14 days notice in writing, shall be given specifying the purposes of the meeting and the business to be transacted.

11. LIABILITY

- 11.1** No member of the Executive Council or any Committee or Sub-Committee of PatCom shall be liable for the acts, neglect, or default of any other, or for any loss, damage or expense suffered or incurred by PatCom members arising or resulting from the execution of his/her respective duties unless the same shall be occasioned by his/her own willful default. In the event that the assets of PatCom are unable to meet the level of indemnity required, the liability shall pass to the members, proportional to each member's annual contribution to membership of PatCom.

12. DISSOLUTION

- 12.1** PatCom shall not be dissolved, except with the consent of not less than 3/5 of the Full Members of the PatCom expressed, either in person or by proxy and attending an Extraordinary General Meeting specifically called for this purpose. In the event of PatCom being dissolved as provided above, all debts and liabilities legally incurred on behalf of PatCom shall be fully discharged, and the remaining funds will be divided equally amongst the existing members.

13. INTERPRETATION

- 13.1** In the event of any question or matter arising out of any point which is not expressly provided for in the rules, the Executive Council shall have power to use its own discretion.

14. MODIFICATIONS

- 14.1 This Constitution shall remain in force until replaced or modified. Replacement or modification must be endorsed at an Extraordinary General Meeting by more than 50 per cent of the Full Membership. At least 14 days' prior notice must be given of all modifications propos

