

100464 / 20.

In accordance with
Article 5 of the Council
Regulation (EEC)
No 2137/85 and
Regulation 9 of the
European Economic
Interest Grouping (EEIG)
Regulations 1989

EEFMD1

Registration of an EEIG whose official address is
in the UK



Companies House

GG306

A fee is payable with this form
Please see 'How to pay' on the last page

☒ What this form is for
You may use this form to register an
EEIG whose official address will be
in the UK. The contract establishing
the EEIG must be attached

☐ What this form is NOT for
You cannot use this form to reg-
ister the establishment of an EEIG whose
official address is outside the UK.
If you do this, please use form EEFMD1

WEDNESDAY



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A06

17/12/2014

#91

COMPANIES HOUSE

Part 1 EEIG details

A1 Name of EEIG

Grouping name in full
Telehealth Quality Group EEIG

→ Filling in this form
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

A2 Official address of the grouping

Building name/number
Health Design and Technology Institute

Street
Coventry University Technology Park
Puma Way

Post town
Coventry

County/Region
West Midlands

Postcode
C V 1 , 2 T T

A3 Grouping name restrictions ①

Please tick the box only if the proposed grouping name contains sensitive
or restricted words or expressions that require you to seek comments of a
government department or other specified body

☐ I confirm that the proposed grouping name contains sensitive
or restricted words or expressions and that approval has been sought
of a government department or other specified body and I attach a
copy of their response.

① Grouping name restrictions
A list of sensitive or restricted words
or expressions that require consent
can be found in guidance available
on our website
www.companieshouse.gov.uk

A4 Contract

The contract establishing the above named grouping is delivered for
registration

☐ If the contract has not been written in English, please tick the box to
confirm a certified translation of it is delivered

EE FM01

Registration of an EBG whose official address is in the UK

Part 2

Members' details

Please list below the name(s) (include business names if different) and details of the members of the grouping

For a member who is an individual, go to Section B1, for a corporate member, go to Section C1,

Please use a continuation sheet if there are more members of the SE

Member

B1

Member details ①

Please use this section to list all the members of the company. Please complete Sections B1-B2. For a corporate member, complete Sections C1-C2.

Title *	Dr
Forename(s)	Malcolm John
Surname	Fisk
Legal form	Individual

① Corporate details

Please use Section C1 to enter corporate member details

Continuation pages

Please use a continuation page if necessary

B2

Member's service address ②

Building name/number	Health Design and Technology Institute
Street	Coventry University Technology Park
	Puma Way
Post town	Coventry
County/Region	West Midlands
Postcode	C V 1 2 T T
Country	United Kingdom

② Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

This can be your business address or registered office as appropriate.

EE FM01

Registration of an EBG whose of cial address is in the UK

Member

B1	Member details ①	① Corporate details Please use Section C1 to enter corporate member details. Continuation pages Please use a continuation page if necessary.
	Please use this section to list all the members of the company. Please complete Sections B1-B2. For a corporate member, complete Sections C1-C2.	
Title *	Dr	
Forename(s)	Drago	
Surname	Rudel	
Legal form	Individual	

B2	Member's service address ②	② Service address This is the address that will appear on the public record. This does not have to be your usual residential address. This can be your business address or registered office as appropriate.
Building name/number	MKS Electronic Systems Ltd , C XVII / 22B	
Street	Rozna Dolina	
Post town	Ljubljana	
County/Region		
Postcode	S I - 1 0 0 0	
Country	Slovenia	

Corporate member

C1	Corporate member details	Continuation pages Please use a continuation page if necessary.
	Please use this section to list all corporate members of the company. Please complete Sections C1-C2.	
Name of corporate body or firm	Etabl Lievens-Lanckman BVBA	
If applicable, where the company/ firm is registered	RPR Brussels	
If applicable, the registration number	0402 157 545	

C2	Corporate member details ③	③ Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained within a full address), DX number or LP (Legal post in Scotland) number.
Building name/number	1	
Street	Waardbeekdreef	
Post town	Grimbergen	
County/Region		
Postcode	1 8 5 0	
Country	Belgium	
Legal form	BVBA (besloten vennootschap met beperkt aansprakelijkheid) viz private limited company)	

EE FM01

Registration of an EEIG whose official address is in the UK

Part 3

Objects of the grouping

Please enter the objects of the grouping

3.1 The EEIG derives from the European Commission funded TeleSCoPE project under the Health Programme 2008-2013. Partners of the TeleSCoPE project have, with the agreement of the European Commission, given their share of the IP to the EEIG.

3.2 The object of the EEIG is to further the cooperation among its members but with the specific purpose of promoting high quality standards in telehealth services in the European Union and internationally.

For 3.3 (ongoing) see attached

① Duration of the grouping
Please enter the duration of the group. If this is indefinite, this should be noted.

Duration of the grouping ①

Indefinite

Part 4

Existing group transfer

Does this form relate to an existing grouping transferring its official address to a place in the UK in accordance with Article 14(1) of the EC Regulation?

- Yes Complete the fields below
- No Go to Part 5

I attach evidence of the publication of the transfer proposal and confirm that no competent authority has opposed the transfer under Article 14(4) of the EC Regulation.

Evidence provided

Signature

Signature

X

X

Part 5

Statement

I am signing this form on behalf of the grouping and confirm that all the requirements of these Regulations and of the EC Regulation as to registration have been complied with.

Signature

Signature

X



X

Malcolm John Fisk

This form may be signed by A member of the grouping

EE FM01

Registration of an EBG whose official address is in the UK



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record

Contact name **Dr Malcolm John Fisk**

Company name

Address **Health Design and Technology Institute**

Coventry University Technology Park

Puma Way

Post town **Coventry**

County/Region **West Midlands**

Postcode

C	V	1		2	T	T
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Country **United Kingdom**

DX

Telephone **07557 425381**



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The name of the grouping has been completed in full
- ☐ The official address of the grouping has been completed
- ☐ You have ticked the box in Section A4 if applicable
- ☐ You have completed all the details in Part 2 (if appropriate)
- ☐ Any addresses given must be a physical location
- ☐ They cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number
- ☐ You have completed Part 2 - Objects of the groups
- ☐ You have included the contract with the form.
- ☐ All the details must match the details in the contract
- ☐ You have completed the statement in Part 5
- ☐ You have enclosed the correct fee.



Important information

Please note that all information on this form will appear on the public record



How to pay

A fee of £20 is payable to Companies House to register a company

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For EBGs registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For EBGs registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For EBGs registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall 32-38 Linenhall Street,
Belfast Northern Ireland BT2 8BG
DX 481 NR Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Objects of the Telehealth Quality Group EEIG (from Foundation Document) To be attached to EEFM01

3 Object of the EEIG

- 3.1 The EEIG derives from the European Commission funded TeleSCoPE project under the Health Programme 2008-2013. Partners of the TeleSCoPE project have, with the agreement of the European Commission, given their share of the IP to the EEIG.
- 3.2 The object of the EEIG is to further the cooperation among its members but with the specific purpose of promoting high quality standards in telehealth services in the European Union and internationally.
- 3.3 The EEIG pursues its object primarily through the ongoing development and promotion of the use of the European Code of Practice for Telehealth Services (the European Code) and/or its successors and derivatives. Ongoing development and promotion of the Code is achieved directly or by working collaboratively with other parties. This includes the following:
 - 3.3.1 Engaging with extant or proposed telehealth services that wish to achieve or maintain appropriate standards including, where appropriate, their becoming accredited or certified to the European Code, its successors or its derivatives.
 - 3.3.2 Revising the European Code, its successors or its derivatives and, if appropriate, developing linked operational and support codes that relate to wider eHealth and telehealth agendas in the European Union and internationally.
 - 3.3.3 Undertaking directly or working with the body or bodies appointed by the EEIG to undertake inspections, assessment or audits in relation to the European Code, its successors or its derivatives and, if appropriate, linked operational and support codes.
 - 3.3.4 Conferring accreditation or facilitating such conferment on telehealth services that meet the requirements of the European Code or its derivatives and, if appropriate, linked operational and support codes.
 - 3.3.5 Provision of or securing the means of by which training, workforce development and related activities are undertaken commensurate with the object of the EEIG.
 - 3.3.6 Supporting a key forum for organisations that have developed relevant operational and support codes that link to the European Code, its successors or its derivatives.
 - 3.3.7 Liaising with the European Commission, government, international bodies and agencies and other stakeholders as appropriate, in relation to the above.
- 3.4 It is not the object of the EEIG to make economic profits.



TELEHEALTH QUALITY GROUP EEIG

An EEIG (European Economic Interest Group)
is a form of association between companies or other legal bodies, firms or individuals from
different EU countries that need to operate together across national frontiers

1 Listing of Members

The EEIG comprises the three initial members, viz

- 1 1 Dr Malcolm John Fisk (individual), Health Design & Technology Institute, Coventry University
Technology Park, Puma Way, Coventry CV1 2TT United Kingdom
- 1 2 Etabl Lievens-Lanckman BVBA (corporate body - besloten vennootschap met beperkt
aansprakelijkheid, viz private limited company), Waardbeekdreef 1, 1850 Grimbergen, Belgium
Registered at RPR Brussels Registration number 0402 157 545
- 1 3 Dr Drago Rudel (individual), MKS Electronic Systems Ltd Rozna Dolina c XVII/22b SI 1000
Ljubljana, Slovenia,

2 Name

- 2 1 The name of the EEIG is the Telehealth Quality Group EEIG
- 2 2 The registered office of the EEIG is at Health Design & Technology Institute, Coventry University
Technology Park, Puma Way, Coventry CV1 2TT United Kingdom
- 2 3 The official address of the EEIG is at Health Design & Technology Institute, Coventry University
Technology Park, Puma Way, Coventry CV1 2TT United Kingdom
- 2 4 The EEIG is registered through Companies House, Cardiff in the United Kingdom as facilitated by
the European Economic Interest Grouping Regulations SI Great Britain 638 (1989)

3 Object of the EEIG

- 3 1 The EEIG derives from the European Commission funded TeleSCoPE project under the Health
Programme 2008-2013 Partners of the TeleSCoPE project have, with the agreement of the
European Commission, given their share of the IP to the EEIG
- 3 2 The object of the EEIG is to further the cooperation among its members but with the specific
purpose of promoting high quality standards in telehealth services in the European Union and
internationally
- 3 3 The EEIG pursues its object primarily through the ongoing development and promotion of the use
of the European Code of Practice for Telehealth Services (the European Code) and/or its
successors and derivatives Ongoing development and promotion of the Code is achieved directly
or by working collaboratively with other parties This includes the following
 - 3 3 1 Engaging with extant or proposed telehealth services that wish to achieve or maintain
appropriate standards including, where appropriate, their becoming accredited or certified to
the European Code, its successors or its derivatives
 - 3 3 2 Revising the European Code, its successors or its derivatives and, if appropriate, developing
linked operational and support codes that relate to wider eHealth and telehealth agendas in the
European Union and internationally

Telehealth Quality Group EEIG

- 3 3 3 Undertaking directly or working with the body or bodies appointed by the EEIG to undertake inspections, assessment or audits in relation to the European Code, its successors or its derivatives and, if appropriate, linked operational and support codes
 - 3 3 4 Conferring accreditation or facilitating such conferment on telehealth services that meet the requirements of the European Code or its derivatives and, if appropriate, linked operational and support codes
 - 3 3 5 Provision of or securing the means of by which training, workforce development and related activities are undertaken commensurate with the object of the EEIG
 - 3 3 6 Supporting a key forum for organisations that have developed relevant operational and support codes that link to the European Code, its successors or its derivatives
 - 3 3 7 Liaising with the European Commission, government international bodies and agencies and other stakeholders as appropriate, in relation to the above
- 3 4 It is not the object of the EEIG to make economic profits

4. Duration

- 4 1 The duration of the EEIG shall be indefinite

5. Capital and Financial Resources

- 5 1 There is unlimited joint liability for any debts of the EEIG
- 5 2 The EEIG shall be formed with limited start-up capital provided as a grant from founder members (in lieu of a joining fee)
- 5 3 Income of the EEIG shall be derived through joining and/or registration fees, payments for associate membership (or similar), grants, revenue relating to the assessments and inspections undertaken by appointed agencies whereby telehealth services can become certified or accredited to the European Code, its successors or its derivatives and/or linked operational and support codes, or other sources where relating to the stated object
- 5 4 It is the aim of the EEIG not to incur any deficit with the exception of that which relates to initial start-up costs. In the event of any ensuing or longer term deficit, liability for the same shall be shared by members according to a formula that relates to the level of their participation and the related take up of the European Code, its successors or its derivatives and/or linked operational and support codes
- 5 5 Any sums contributed by members as loans shall be reimbursed when the financial position of the EEIG enables such reimbursement to take place
- 5 6 The Manager of the EEIG shall be required to inform members of any actual or projected deficit whenever such circumstances arise. Profits, when made, can be turned into reserves
- 5 7 The EEIG shall be VAT registered

6 Intellectual Property (IP) Rights

- 6 1 The entirety of IP rights shall be held by the EEIG

Telehealth Quality Group EEIG

- 6 2 In the event of the EEIG ceasing to operate, the assignment of the IP shall be determined by a simple majority of members (each being entitled to a single vote)
- 6 3 The IP rights of the EEIG shall be enforced by the Manager on its behalf
- 6 4 Members of the EEIG shall decide on the manner in which the exploitation of IP rights takes place

7. Members

- 7 1 The EEIG shall be limited to a maximum of 12 members - either as individuals or the authorised representatives of organisations. No member can fulfil both roles. All members shall be either
 - (a) legally constituted bodies registered or having their central administration in the European Union, or
 - (b) be individuals who carry out professional or related services in the European Union
- 7 2 The EEIG shall have a minimum of two members drawn from more than one Member State
- 7 3 The members of the EEIG shall constitute 'The Board'
- 7 4 Founder members of the EEIG shall comprise former partners of the TeleSCoPE project (or a nominated person – see 7 5) excepting where there is a conflict of interest. A conflict of interest arises where, for instance, an individual or organisation is closely associated with the development or promotion of a code that is not treated on a basis of equality with the European Code, its successors or its derivatives or linked operational and support codes
- 7 5 Former partners of the TeleSCoPE project are required to confirm in writing to Coventry University Enterprises Ltd their wish to become members or to nominate a person who will become an individual member within six months of the date of incorporation (foundation) of the EEIG. After 6 months, former TeleSCoPE project partners will forfeit their right to be a member or to nominate a person who will become an individual member
- 7 6 All members who were TeleSCoPE partners (including individuals nominated by those partners) are required to pay a joining fee of €600 and an annual payment of €350 (also payable at the time of joining in respect of the first year's membership). The amount of annual payment shall be reviewed on an annual basis by The Board – see 7 8
- 7 7 New members (excepting those where 7 5 applies) shall require the support of a majority of extant members determined by a simple majority subject to a minimum of two thirds of members voting (including abstentions). All such new members shall be *bona fide* individuals or organisations of suitable standing and with significant common interests regarding e.g. people's health and well-being and the provision of telehealth and related services
- 7 8 New members are required to pay a joining fee of €3000 and an annual payment of €1200 (also payable at the time of joining in respect of the first year's membership)
- 7 9 The annual payments for former TeleSCoPE partners or their nominated persons shall, from five years after the EEIG's incorporation (foundation), be equal to those of other members (as determined for organisations and/or individuals)
- 7 10 New members may be subject to a requirement to make appropriate declarations regarding their *bona fides*, their commitment to the objects of the EEIG, and their commitment to the European Code and its derivatives

Telehealth Quality Group EEIG

- 7 11 New members shall provide supportive information that is relevant to their (potential) membership
- 7 12 The benefits of membership shall include free access to the European Code, its successors or its derivatives or linked operational and support codes – and any updates to the same, also reduced rates for participation in training or other activities organised by or in collaboration with the EEIG
- 7 13 Members may leave the EEIG subject to 3 months prior written notice. This does not remove them from any obligation arising from shared liabilities of the EEIG
- 7 14 Members may be expelled from membership in the event of bankruptcy, clear conflicts of interest and/or serious failings in relation to their obligations to the EEIG. Such expulsion requires agreement of a minimum of three quarters of members
- 7 15 Members may decide to establish a further category of non-voting 'associate member' and to determine their role. Such associate members or any other kind of member will not be part of The Board
- 7 16 Members shall decide on the arrangements for the management and administration of the EEIG

8. Decision Making

- 8 1 Each member shall be a Board member and shall have one vote
- 8 2 The Board shall elect a Chair and other officers as it sees fit
- 8 3 The Board shall determine the duties and responsibilities of officers, managers and others. Such duties and responsibilities shall include those relating to management, administrative procedures and financial controls
- 8 4 Members may be appointed by The Board to undertake management or administrative tasks associated with the objects of the EEIG
- 8 5 The position of Chair and other offices of The Board shall be held for up to two years. The Chair and other officers can serve for a maximum of two consecutive terms
- 8 6 Unless there are exceptional circumstances, officers and managers shall give three months prior notice in the event of their resignation
- 8 7 Except for the decisions as set out in Clause 8 8, decisions made by The Board shall be by simple majority subject to a minimum of two thirds of members voting (including abstentions). In the event of a tied vote the Chair shall have an additional deciding vote
- 8 8 Decisions which fundamentally affect the existence and operation of the EEIG require unanimous votes and are as follows
 - 8 8 1 alteration of the objects of the EEIG,
 - 8 8 2 alteration of the number of votes allotted to each member,
 - 8 8 3 extension to the duration of the grouping,
 - 8 8 4 alteration to members' contributions to the grouping's financing,

Telehealth Quality Group EEIG

- 8 8 5 alteration to members' obligations, unless otherwise provided by this formation contract,
- 8 8 6 alteration to the formation contract not covered above, unless otherwise provided by this formation contract itself, and
- 8 8 7 transfer of the official address of an EEIG to another Member State
- 8 9 Meetings of The Board can take place either in person or remotely Two weeks advance notice of such meetings shall be given
- 8 10 Two signatures of officers shall be required for items of expenditure of the EEIG that exceed €500 The Manager shall obtain the approval of a simple majority of members before undertaking financial transactions or entering into financial agreements which exceed €3500
- 8 11 Annual General Meetings (AGMs) shall be held within three months of the financial year end Four weeks notice (by an agreed method or methods) must be given in advance for an AGM to be held Such notice shall be accompanied by the following Financial information shall be provided in Euros with supplementary information, where appropriate, in other currencies
 - 8 11 1 Draft minutes of the previous AGM
 - 8 11 2 Draft minutes of any ensuing EGM
 - 8 11 3 Summary annual accounts for the previous year
 - 8 11 4 A draft budget for the ensuing year
 - 8 11 5 A report of the EEIG's activities
- 8 12 Other general meetings (Extra-ordinary General Meetings, EGMs) shall be held in exceptional circumstances Two weeks advance notice (by an agreed method or methods) must be given for an EGM to be held
- 8 13 AGMs and EGMs shall facilitate the participation in person or remotely of the members

9. Key Forum

- 9 1 The EEIG shall facilitate the holding of a key forum annually by which organisations that have developed relevant operational and support codes that link to the European Code, its successors or its derivatives can liaise with members of the EEIG This shall take place within the European Union The EEIG shall take account of the views of such organisations when pursuing its objects

10 Amendment to this Contract of Formation

- 10 1 Amendments shall be made to this contract of formation only if agreed by at three-quarters of members (including abstentions) for the following
 - 10 1 1 Modification to the objects
 - 10 1 2 Modifications to the conditions of decision-making
 - 10 1 3 Modifications to the required financial contributions of members

11. Closure of the EEIG

- 11.1 The EEIG can be closed if agreed by three-quarters of members
- 11.2 If closure of the EEIG is for the purpose of changing the legal nature of the grouping (for instance, establishing a European Foundation) with all members joining the new entity, then existing assets and liabilities can be transferred. Any member deciding not to transfer shall be treated as a resigning member.

Ends



FILE COPY

**CERTIFICATE OF REGISTRATION OF AN
EUROPEAN ECONOMIC INTEREST GROUPING**

No. GE000306

I hereby certify that

TELEHEALTH QUALITY GROUP EEIG

whose official address is in the United Kingdom, is this day registered.

Given at Companies House on **23rd December 2014**.



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**