

"INGO-SERVICE" ASSOCIATION

STATUTE

CHAPTER I

CONSTITUTION - PURPOSE - HEADQUARTERS - EDUCATION

Article 1 - Constitution

An association entitled *INGO-SERVICE* is hereby constituted among all persons agreeing to this statute.

The association shall be constituted under the provisions of the local law of associations applicable in the Haut-Rhin, Bas-Rhin and Moselle, governed in turn by Articles 21 of the local Civil Code.

The association shall be registered with the Strasbourg district court.

Article 2 - Purpose

The purpose of the association shall be to support the Liaison Committee of INGOs holding participatory status with the Council of Europe and all INGO structures within the Council of Europe, particularly as regards external relations, by raising and making available the necessary resources.

Article 3 - Headquarters

The headquarters of the association shall be at the *MAISON DES ASSOCIATIONS, 1 A Place des Orphelins, Strasbourg*.

Article 4 - Duration

The association shall be constituted for an unlimited term.

CHAPTER II

RESOURCES AND COMPOSITION

Article 5 - Resources

The association's resources shall be made up as follows:

1. proceeds of mandatory subscriptions;
2. voluntary contributions;
3. such grants, donations and bequests as may be received;
4. any other resources not in breach of the applicable laws.

The Administrative Council decides the amount of the subscription.

Article 6 - Composition

Any INGO holding participatory status with the Council of Europe may join.

Article 7 - Membership requirement

Member status shall be acquired on written application to the Bureau, which shall determine whether the application is in accordance with Article 6. Where an application is refused, the applicant may appeal to the Administrative Council.

A list of members shall be kept by the Bureau.

Article 8 - Loss of member status

Member status shall be forfeited by outright renunciation and by loss of INGO status.

Where the association's purposes or other statutory rules are seriously contravened, or the subscription is not paid, the Bureau may decide to exclude a member. Such exclusion shall be appealable within the two months following notification.

Article 9 - Liability of members

No member shall incur individual liability in respect of the undertakings made by the association, surety for which shall be provided solely by the association's assets.

CHAPTER III

ADMINISTRATION AND PROCEDURE

Article 10 - General Assembly

The General Assembly shall be constituted by the assembly of all the association's members. It shall meet in ordinary session at yearly intervals and, in accordance with Article 36 of the Civil Code, as convened and on the dates fixed by the President whenever the association's interests so require.

The President shall also convene extraordinary sessions of the Assembly at the request of the Bureau, the Administrative Council or one-third of the members, within two months of receiving such a request.

Written convocations shall be sent to members with the order of business at least a fortnight before the session date counting from the day after postage of the convocation. The convocation shall be deemed valid if directed to the latest address given by the member.

Article 11 - Nature and powers of the General Assembly

General Assemblies, in order to be properly constituted, shall represent the association's membership in its entirety.

Within the limits of the powers vested in the General Assemblies by the local Civil Code and this statute, their decisions shall be binding on all members including those absent.

Resolutions of the General Assembly shall be passed by vote of half the members present or represented. No more than two mandates may be held by a member present.

The General Assembly's resolutions shall be recorded in a register certified and signed by the President.

Article 12 - Ordinary General Assembly

The Assembly shall hear the report on the management activity of the Administrative Council and in particular on the association's circumstances and finances. The auditor shall read out his/her audit report.

The Assembly, after deliberating and deciding on the various reports, shall approve the accounts for the financial year which has ended, take note of the budget for the next financial year and discuss all other items on the order of business.

It shall make nominations for, or reconstitute, the Administrative Council.

It shall also appoint for a term of three years the auditor responsible for the annual verification of the Treasurer's management.

General Assembly resolutions shall be passed by a majority of members present or represented. No more than two mandates may be held by a member present.

Article 13 - Extraordinary General Assembly

The Extraordinary General Assembly shall proceed on those matters for which it has sole competence, namely amendments to this statute and dissolution before expiry of the stipulated term.

It shall be convened in the manner prescribed by Article 10.

For its decisions to be valid, it must comprise at least one quarter plus one of the members entitled to vote.

If this proportion is not attained the Assembly shall be re-convened, but not before at least a fortnight has elapsed. It may then deliberate irrespective of the number of members present.

In accordance with Article 33 of the Civil Code, resolutions shall be passed by a majority of three-quarters of the members present. Votes shall be taken by show of hands unless one-quarter of members present call for a secret ballot.

Article 14 - Composition of the Administrative Council

The Administrative Council shall be composed of ten elected members in addition to the ex officio members. Half of its membership shall be reconstituted at three-yearly intervals in the manner prescribed by the Rules of Procedure. Outgoing members may be re-elected once.

The President of the INGO Conference shall be an ex officio member of the Administrative Council.

Members of the bureau of the INGO Liaison Committee belonging to the association shall likewise be ex officio members of the Administrative Council.

The Administrative Council shall meet when convened by the President, either at the intervals fixed by the Council or at the request of one third of its members. The agenda shall be established by the bureau having regard to the requests submitted by one third of the members and shall accompany the written convocations sent to members not later than five days before

the meeting. Additional items may be placed on the agenda at the start of the sitting by request of the President or of any member, provided that all members are present.

The Rules of Procedure shall specify the arrangements for the submission of candidates for election to the Administrative Council.

Only INGOs that are registered members of INGO-Service at the time when candidates are called for may vote in the elections.

Voting slips shall be handed to the INGO delegates when they sign the attendance sheet at the start of the meeting.

The election shall take place by secret ballot on the basis of a relative majority of the votes cast. The vote shall take place once each candidate INGO has been presented to the Assembly by its delegate.

Voting operations shall take place under the scrutiny of two tellers appointed by the Assembly from among the INGO delegates who are not candidates.

The voting slips shall be counted immediately after the vote by the tellers. In the event of a tie, the INGO selected shall be the one that has had participatory (formerly consultative) status with the Council of Europe for longer. If they have had such status for the same length of time, lots shall be drawn.

The election results shall be announced by the outgoing President before the end of the Assembly.

Article 15 - Powers

The Administrative Council shall be vested, in general, with the most extensive powers permissible within the limits of the association's aims and under the terms of the resolutions passed by the General Assemblies.

It decides on appeals from applicants whose request for membership has been refused by the Bureau

It may authorise any proceeding or transaction which can lawfully be performed by the association, and shall confer honorary membership as appropriate. It shall also order members to be struck off for non-payment of the subscription.

It decides the amount of the subscription.

It shall in particular ensure good management by the Bureau members and shall at all times be entitled to call them to account for their acts. In the event of serious misconduct, it may suspend the members of the Bureau by majority vote.

It shall take out all mortgage or other loans and order such entries and transcriptions as may be expedient.

It shall authorise the President and Treasurer to carry out any administration, purchase, disposal and investment of property and assets belonging to the association which it deems expedient, and to conclude any transactions and contracts necessary for the achievement of its purpose.

It may delegate all or some of its responsibilities to the Bureau or to certain members thereof.

It votes the budget and presents the balance sheet to the Assembly.

In the event of a tie, the President shall have the casting vote.

Article 16 - The Bureau

At three-yearly intervals the Administrative Council shall elect by secret ballot a Bureau comprising at least:

- a President
- a Vice-President - Secretary
- a Treasurer.

The President shall be elected from among the members of the Administrative Council who are not ex officio members.

Article 17 - Function of Bureau members

The Bureau of the Administrative Council shall be vested with the following responsibilities in particular:

- a. The President shall chair the proceedings of the Administrative Council, and shall ensure the proper functioning of the association as its representative before the courts and in all civil acts.

If not available for duty the President may, subject to the Administrative Council's approval, delegate his powers to another of its members.

- b. The Vice-President shall stand in for the President if the latter is not available for duty.
- c. The Secretary shall be responsible for all matters relating to correspondence, in particular the dispatch of the various convocations. The Secretary shall draft the minutes of sittings of the Administrative Council and also of the General Assemblies and shall have them entered in the records kept for that purpose.
- d. The Treasurer shall keep the association's accounts with the assistance of an accountant where this is considered expedient. The Treasurer shall make all payments and collect all revenue under the President's supervision. The Rules of Procedure shall specify the amount above which expenditure orders must be countersigned.

The Treasurer shall keep regular day-by-day accounts of all revenue and expenditure transactions and shall report to the annual assembly which approves the financial management.

CHAPTER IV

DISSOLUTION OF THE ASSOCIATION

Article 18 - Dissolution shall be decided by an extraordinary assembly, at the call of the Administrative Council.

The requirements for the convening and conduct of such an assembly are set out in Article 10 of this statute.

For its decisions to be valid, the extraordinary assembly must comprise at least half plus one of the members entitled to vote.

If this proportion is not attained the assembly shall be re-convened, but not before a fortnight has elapsed. It may then deliberate irrespective of the number of members present.

In accordance with Article 33 of the Civil Code, resolutions shall be passed by a majority of three-quarters of the members present. Votes shall be taken by show of hands unless one-quarter of members present call for a secret ballot.

CHAPTER V

RULES OF PROCEDURE AND LEGAL FORMALITIES

Article 19 - Rules of procedure

Rules of procedure may be drawn up by the Administrative Council which shall then submit them to the General Assembly for approval.

The purpose of any rules of procedure thus established shall be to settle the various matters for which no provision is made by the statute, in particular those relating to the practical conduct of the association's activities.

Article 20 - Legal formalities

Any bearer of a copy of the statute with the founding members' signatures may ask to be entered in the Strasbourg district court's register of associations.

The Administrative Council shall declare to the Strasbourg district court's registry of associations any of the subsequent alterations set out below:

- change in the title of the association;
- transfer of its official headquarters;
- amendments to the statute;
- changes in the composition of the Administrative Council;
- dissolution of the association.

This statute was adopted by the constituent General Assembly held in Strasbourg on 9 November 1994, and amended by the Assembly on 30 January 2007.