

Association OING-Service

Maison des Associations

1, place des Orphelins

67000 Strasbourg / France

Inscrite au registre des associations

Tribunal judiciaire Strasbourg Vol 72, Fol 105

Note: Only the French text is legally valid. This English version is an unofficial translation for information.

STATUTES « Association OING-SERVICE »

CHAPTER I

CONSTITUTION - PURPOSE - SEAT - DURATION

Article 1 - Constitution

An association entitled OING-SERVICE is hereby constituted between the legal entities agreeing to these statutes.

This association is constituted according to the regime of the local law of associations applicable in the Haut-Rhin, the Bas-Rhin and the Moselle, governed by Articles 21 and following of the local civil code. The association shall be registered with the Strasbourg district court.

Article 2 - Purpose

The purpose of the association is to promote the functioning and activities of the Conference of INGOs of the Council of Europe and its structures, by collecting and making available the necessary means.

Article 3 - Seat

The association is registered at the MAISON DES ASSOCIATIONS, 1 A Place des Orphelins, Strasbourg, France.

Article 4 - Duration

The association is established for an unlimited period.

CHAPTER II

RESOURCES AND COMPOSITION

Article 5 – Resources

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

1. Annual fees paid by the members,
2. Grants, donations and legacies that may be provided to it,
3. Any other resources that are not contrary to the laws in force.

Article 6 – Composition

Any INGO enjoying participatory status with the Council of Europe may become a member.

Article 7 - Membership requirement

Member status shall be acquired by the payment of the annual fee in accordance with article 5 of these statutes

A list of members shall be kept by the Bureau.

Article 8 - Loss of member status

Membership is lost:

- By simple resignation;
- By the loss of the participatory status with the Council of Europe;

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- In the event of a serious break of the ethic of associations, in particular of the Code of Conduct of the Conference of INGOs of the Council of Europe found by the Verification and Dispute Committee – and the Appellate Committee if applicable – of the Conference of INGOs, or of the statutory rules on decision of the Bureau, decision endorsed by the Board.
- In case of repeated non-payment of the annual fee.

Article 9 - Liability of members

No member of the association is liable for the financial commitments of the association. Only the assets of the association are liable for its commitments.

CHAPTER III

ADMINISTRATION AND PROCEDURE

Article 10 - General Assembly

The General Assembly is constituted by the assembly of the members of the association. It meets every year, generally during a session of the Conference of INGOs and, as provided for in Article 36 of the local civil code, whenever the interests of the association so require, upon convocation by the President, on dates determined by the latter.

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

The invitations shall be accompanied by the agenda. They shall be sent by e-mail to the members at least a fortnight before the session. The invitation shall be deemed valid if it is sent to the last e-mail address given to the association by the member.

The assembly may also be held through videoconferencing or in hybrid form.

Article 11 - Nature and powers of the General Assembly

Within the limits of the powers conferred on them by the local civil code and by these statutes, the General Assembly's decisions shall be binding for all members, including those absent.

Decisions of the General Assembly shall be passed by vote by a simple majority of the members present and represented. No more than two proxies may be held by a member present. Only INGOs which are up to date with their annual fee may vote.

Article 12 - Ordinary General Assembly

The Assembly shall hear the report on the management activity of the association. The treasurer presents the financial report. The auditor shall read out his/her audit report.

The Assembly, after deliberating and deciding on the various reports, approves the accounts for the financial year which has ended, votes on the amount of the annual fee for the following year, adopts the budget and discusses all other items on the agenda.

It carries out the election for the Board.

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

It votes the Rules of Procedure which specify the main elements of the association's life, in particular the modalities of the elections.

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Article 13 - Extraordinary General Assembly

The Extraordinary General Assembly shall proceed on those matters for which it has sole competence, namely amendments to these statutes and dissolution of the association

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 obtained, the Assembly shall be reconvened, but at least fifteen days later. It may then deliberate regardless of the number of members present and represented.

In accordance with Article 33 of the local civil code, decisions shall be passed by a majority of three-quarters of the members present and represented. Votes shall be taken by show of hands unless one-quarter of members present call for a secret ballot.

Article 14 - Composition and meeting of the Board

The Board is composed of five elected members and three ex officio members representing the Conference of INGOs of the Council of Europe.

The election of the elected members shall take place every three years in accordance with the provisions of the Rules of Procedure. In the event of a vacancy in the position of elected administrator, the election shall be held at a future General Assembly.

The ex officio members are: the President of the Conference of INGOs, one of its Vice-Presidents and another member of the INGO Conference Standing Committee, appointed both by the latter.

The elected members of the Board are representatives of an INGO member of OING-Service. The term of office of each elected administrator is three years, renewable once; this provision is valid both for the person of the administrator and for the INGO he/she represents. After an interval of 3 years an INGO may again propose a candidate.

All administrators act in their personal capacity.

The Board shall meet at least once a year when convened by the President, either at the intervals fixed by the Board or at the request of one third of its members. The agenda shall be established by the Bureau of the association. Additional items may be placed on the agenda at the start of the meeting by request of the President or of any member.

The meeting may also be held through videoconferencing or in hybrid form.

Article 15 – Powers of the Board

The Board has the widest possible powers to ensure the proper management of the association and the achievement of its purpose.

It authorises the President and the Treasurer to carry out any act, loan, purchase, alienation and investment recognised as necessary, of the goods and values belonging to the association and to enter into the markets and contracts necessary for the pursuit of its object.

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

It presents the moral report and the annual accounts and balance sheet to the General Assembly.

It prepares the budget and presents it to the General Assembly.

It proposes the amount of the annual fee subject to the approval of the General Assembly.

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

In case of a Board meeting by videoconference, votes are valid by e-mail sent simultaneously to the President and the Secretary of OING-Service.

Article 16 - The Bureau

At three-yearly intervals the Board shall elect by secret ballot or by show of hands after voting, a Bureau comprising :

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

The President and the Treasurer are elected among the members of the Board who are not ex officio members.

In the event of a vacancy, the Board shall proceed with the replacement as soon as possible.

In case of a Bureau meeting by videoconference, votes are valid by e-mail sent simultaneously to the President and the Secretary of OING-Service.

Article 17 - Function of Bureau members

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

- a. The President shall chair the proceedings of the Board, and shall ensure the proper functioning of the association as its representative before the courts and in all civil acts;
- 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 the correspondence, in particular the dispatch of the various convocations. The Secretary shall draft the minutes of the Board meetings and of the General Assembly meetings and shall ensure the archiving ;
- d. The Treasurer shall keep the association's accounts. The Treasurer shall make all payments and collect all revenue under the control of the president.
The Rules of Procedure shall specify the amount above which expenditure orders must be countersigned.
The Treasurer shall keep regular accounts of all revenue and expenditure transactions and shall report to the annual General Assembly which approves the financial management.

CHAPTER IV

DISSOLUTION OF THE ASSOCIATION

Article 18 - Dissolution

Dissolution shall be decided by an Extraordinary General Assembly, at the call of the Board as per article 13 of these statutes.

The balance of the property or assets will be given to the Council of Europe.

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CHAPTER V

RULES OF PROCEDURE AND LEGAL FORMALITIES

Article 19 – Rules of Procedure

Rules of Procedure shall be drawn up by the Board which shall then submit them to the General Assembly for approval. They may be modified on the proposal of the Board by the General Assembly.

Article 20 - Legal formalities

The Board 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 statutes;
- changes in the composition of the Board and of the Bureau;
- dissolution of the association.

These statutes were adopted by the constituent General Assembly held in Strasbourg on 9 November 1994, and amended by the Extraordinary General Assemblies held in Strasbourg on 30 January 2007, 24 June 2015 and 5 October 2021