

**NGO COMMITTEE ON AGEING, GENEVA**

**STATUTE OF THE ASSOCIATION**

*This is an unofficial translation of the statutes of the “Comité des ONG sur le vieillissement, Genève », a not-for-profit association established in the Geneva Canton, Switzerland. Only the original French version is valid.*

**NAME AND JUDICIAL STATUS**

**Article 1**

The *NGO Committee on Ageing, Geneva* (Association) is a not-for-profit association governed by the present statutes and by article 60, and following, of the Swiss Civil Code.

**Article 2**

The Association is an independent organization which conforms to the principles of the Universal Declaration of Human Rights.

**AIMS**

**Article 3**

The aims of the Association are to:

1. Sensitize to the phenomenon of an ageing population and increasing longevity;
2. Pursue the mission of establishing “A society for all ages”;
3. Promote the rights of older persons and ensure their implementation; and
4. Promote intergenerational solidarity and cooperation.

**ACTIVITIES**

**Article 4**

The Association implements strategies designed to achieve its objectives, and, more particularly:

1. Organization of meetings, conferences and other gatherings;
2. Actions within the framework of the United Nations and other intergovernmental organizations;
3. Cooperate and partner with groups pursuing the same aims;
4. Prepare and distribute studies and other pertinent documents; and
5. Develop electronic means of communication.

**HEADQUARTERS**

**Article 5**

The headquarters of the Association is in the Canton of Geneva but may be transferred to another location by decision of the General Assembly.

## **DURATION**

### **Article 6**

The Association is established for an unlimited time.

## **ORGANISATION AND GOVERNANCE**

### **Article 7**

The organs of the Association are: the General Assembly; the Executive Committee; and the Auditors.

## **THE GENERAL ASSEMBLY**

### **Article 8**

The General Assembly, which can be ordinary or extraordinary, is the supreme decision-making authority of the Association. It is composed of all its members.

Its meetings can be held in person, virtually, or hybrid.

### **Ordinary General Assembly**

### **Article 9**

Ordinary meetings are convened at least once a year by the Executive Committee, or on request by one-fifth of the members of the Association.

### **Article 10**

The Executive Committee notifies all members in writing, at least two weeks in advance, of the date of ordinary meetings, together with the proposed agenda.

### **Article 11**

With a quorum of one-third of its members, action by the General Assembly is valid.

### **Article 12**

An Ordinary General Assembly has the following powers:

1. To determine the Association's activities;
2. To adopt and modify the statutes as provided by Article 15;
3. To elect members of the Executive Committee;
4. To decide on the admission and the exclusion of members, on advice of the Executive Committee and in accordance with the provisions of Article 27;
5. To approve decisions and reports of the Executive Committee or of members of the Association;
6. To approve the annual and other accounts and the biannual budget;
7. To determine the amount of the annual membership fee;
8. To elect the auditors;
9. To monitor activities of other departments of the Association; and
10. To decide on the dissolution of the Association in accordance with Article 31.

**Article 13**

The Ordinary General Assembly may act upon and decide all matters not specifically conferred upon other departments of the Association.

**Article 14**

The Chair of the Executive Committee, or another member of the Association duly appointed by the Executive Committee, presides over the General Assembly.

**Article 15**

Each member has one vote at the General Assembly; decisions are taken by a simple majority of members present or represented. In case of a tie, the Chair's vote determines the outcome. However, modification of the statutes of the Association requires the approval by two-thirds of members present.

**Article 16**

Votes are cast by a show of hands. At the request of at least ten members, however, votes shall be by secret ballot.

**Article 17**

The Executive Committee is charged with bringing before the General Assembly any matter presented in writing by a member at least ten days in advance of the meeting.

**Extraordinary Meetings of the General Assembly**

**Article 18**

At the request of at least 1/5 of members, or by direction of the Executive Committee, the Chair shall call an Extraordinary Assembly.

**Article 19**

The procedure for calling an Extraordinary Assembly is the same as for calling ordinary assemblies. Decisions shall be made by simple majority vote of members present.

**THE EXECUTIVE COMMITTEE**

**Article 20**

The Executive Committee shall consist of a minimum of three and a maximum of nine members, including the Chair, the Vice-Chair, and the Treasurer. It may appoint any other function it deems useful.

At least one member of the Executive Committee, with power of signature, shall be a Swiss citizen or a citizen of an EU or EFTA Member State and resident in Switzerland.

The term of service shall be two years, renewable twice, thus a maximum of three terms.

The Executive Committee is elected by the General Assembly.

Executive Committee members shall act on a pro-bono basis, with the exception of reimbursement of their effective costs and travel expenses. Potential attendance fees may not exceed those paid for official commissions of the Canton of Geneva. For activities that exceed the usual scope of the function, each Executive Committee member may receive appropriate compensation. Paid employees of the Association may only sit on the Executive Committee in an advisory capacity.

#### **Article 21**

The Executive Committee is the executive body of the Association. It has the right and the duty to manage the affairs of the Association and to represent it in accordance with the Statutes. In particular, the Executive Committee shall take all necessary measures to achieve the aims (article 3) and the activities (article 4) of the Association.

The responsibilities of the Executive Committee are in particular to:

1. Call, and prepare the agenda of, ordinary and extraordinary meetings of the General Assembly;
2. Present to the General Assembly proposals on admission and suspension of members, as well as the possible exclusion of members;
3. Oversee the implementation of the statutes and administer the assets of the Association; and
4. Submit an annual report to the General Assembly.

#### **Article 22**

The Executive Committee meets regularly, according to the needs of the Association. These meetings can be held in person, virtually or hybrid.

#### **Article 23**

The Executive Committee hires and terminates paid contributors and fixes their fees; it also engages volunteers according to the needs of the Association. It has authority to confer on both members' and non-members' mandates which are limited in time.

#### **Article 24**

The Executive Committee is responsible for the books and accounts of the Association.

### **AUDITORS**

#### **Article 25**

Two auditors, elected by the General Assembly, who are not be members of the Executive Committee, shall conduct auditing of accounts, books and records of the Association. They shall verify the accuracy of the books and records and submit their findings to the General Assembly.

### **MEMBERS AND DUES**

#### **Composition**

#### **Article 26**

Members consist of physical persons, or entities, who subscribe to the purposes of the Association and who request membership. It is the responsibility of the General Assembly to admit new members on advice of the Executive Committee.

Members pay an annual membership fee, whose amount is decided by the General Assembly.

## **Exclusion**

### **Article 27**

Status of membership is lost upon:

1. Death;
2. Dissolution of the Association;
3. Resignation in writing addressed to the Executive Committee. Dues and contributions in the year of resignation are not refunded;
4. Absence from all meetings of the Association for two consecutive years;
5. Exclusion pronounced by the General Assembly, on advice of the Executive Committee, for non-payment of dues for two consecutive years;
6. Decision of the General Assembly, on advice of the Executive Committee and approval of two-thirds of the members, for serious misconduct.

## **RESOURCES**

### **Article 28**

The resources of the Association shall be generated by:

1. Ordinary and extraordinary dues and contributions from members;
2. Gifts and legacies; and
3. All other contributions in conformity with international law and relevant national legislation.

All resources of the Association shall be used exclusively for its not-for-profit purposes.

## **SIGNATURE**

### **Article 29**

The Association is validly represented and bound by the collective signatures of two members of the Executive Committee.

## **FINANCIAL RESPONSIBILITY**

### **Article 30**

Members shall not be personally liable for any financial obligations of the Association.

## **DISSOLUTION**

### **Article 31**

Dissolution of the Association shall be decided upon by a proposal from the Executive Committee and approval by the General Assembly and four-fifths of its members.

Upon dissolution, any tangible assets of the Association shall be entirely assigned to a non-profit entity, which pursues similar public interest purposes and which is tax exempted.

In no event may the assets of the Association be returned to its founding members or Members, nor should they use some or all of the assets for their own benefit in any way.

#### **ADOPTION**

The present Statutes were adopted by the General Assembly on 12 January 2016 in Geneva and came into force on the same day.

They were revised by the General Assembly held on 28 September 2023 in Geneva.