

STATUTES

of the

Global Resilience Consortium (GRC)

Established in association with the Global Challenges Forum Foundation

Denomination, seat

Article 1:

The Global Resilience Consortium is a non-profit association governed by the present statutes and, secondarily, by Articles 60 and seq. of the Swiss Civil Code. It is neutral politically, and non-denominational.

Article 2:

The seat of the association is located in the city of Geneva, within the Canton of Geneva, Switzerland.

Purposes

Article 3:

The Global Resilience Consortium shall pursue the following aim(s):

To create and promote a global network of strategic thinking institutions and regional resilience centers through the building of inclusive international partnerships. Its objectives are to address current and future challenges to global peace and stability including developing tolerance, global resilience, and youth empowerment for sustainable development.

Resources

Article 4:

The association's resources come from:

- Donations
- Legacies
- Private and public subsidies
- Membership fees
- Any other resources authorized by the law

The funds shall be used in conformity with the association's aims.

Only the Global Resilience Consortium's assets secure the association's liability and members of the Association cannot be held liable to meet its commitments.

All claims and disputes arising under the agreement are to be settled by binding arbitration in the state of Geneva or another location mutually agreeable to the parties. An award of arbitration may be confirmed in a court of competent jurisdiction.

Member and Partners

Article 5:

5.1 General Provisions

Members and partnering individuals and/or institutions of the Global Resilience Consortium shall be referred to as Partners of the Foundation. The "Foundation" in this text will always be referring to the Global Challenges Forum (GCF) Foundation. Members and partners will be divided into two groups:

- I. Members
- II. Sponsors/Partners

Internal regulations shall provide further details.

Groups I. Members - Educational and Strategic Thinking Institutions

Only institutions that are legally considered to be in the subcategories of institutions presented below will be invited to become members of the Global Resilience Consortium. The subcategories include:

- A. Centers of Strategic Studies
- B. Universities and Educational Institutions
- C. Think Tanks
- D. Non-Governmental Organizations
- E. International Organizations
- F. Other similar entities
- G. Not-for-profit organizations

The entry fees as well as the annual fees for each one of these subcategories may vary according to the Association's aim and to its needs in order to achieve its purposes. In order to avoid any price discrimination practice, within the same subcategory, institutions may not be charged different fees. Further modalities are provided in internal regulations.

Group II: Sponsors/Partners

These include individuals and corporations in various industries and fields.

Internal regulations shall provide further details.

5.2 Membership Conditions

The membership/partnership is through invitation only.

Membership ceases:

- a) On death;
- b) By written resignation notified to the Committee at least six months before the end of the financial year;
- c) By exclusion ordered by the Committee, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 days of the Committee's decision being notified;
- d) For non-payment of dues for more than one year.

In all cases, the membership fee for the current year remains due. Members who have resigned or who are excluded have no rights to any part of the Association's assets.

Organs

Article 6:

The Association's organs are:

- a) The General Assembly
- b) The Board of Directors
- c) The Executive Committee
- d) The Treasurer
- e) The Auditor

General Assembly

Article 7:

The General Assembly is the Association's supreme authority. It is composed of all the members.

All members of the Association shall have equal voting rights in the General Assembly, having each member the rights to one vote.

Substitution by another member is acceptable, based on a written proxy presented at the Assembly.

It shall hold an Ordinary Meeting once each year. It may also meet in extraordinary sessions whenever necessary, at a written request of a minimum of 20% of the members, setting out the agenda.

The Global Resilience Consortium shall call its yearly ordinary meeting the “Annual General Meeting”.

The General Assembly shall be considered valid regardless of the number of members present,

The Executive Director shall send notice of the meeting at least six week in advance. The convocation, including the proposed agenda, shall be sent to each member at least four weeks prior to the date of the meeting.

Article 8:

The General Assembly:

- a) shall approve the expulsion of members;
- b) appoints the members of the Board of Directors and elects, at a minimum, the President, the Vice President, and the Executive Director.
- c) notes the contents of the reports and financial statements for the year and votes on their adoption;
- d) approves the annual budget;
- e) supervises the activity of other organs, which it may dismiss, stating the grounds therefore;
- f) appoints an auditor for the Association’s accounts;
- g) decides on any modification of statutes;
- h) decides on the dissolution of the association;
- i) fixes the annual membership fees and other fees.

Article 9:

The General Assembly is presided over by the President of the Global Resilience Consortium.

All discussions of the General Assembly shall be recorded in the minutes signed by the President and Secretary of the Assembly.

Article 10:

Decisions of the General Assembly shall be taken by a majority of the members present. In case of a deadlock, the President shall have the casting vote.

Decisions concerning the amendment of the statutes and dissolution of the Global Resilience Consortium must be approved by a two-third majority of the members present.

Article 11:

Votes are by a show of hands. If requested by at least five members, they take place by secret ballot.

Article 12:

The agenda of the ordinary annual session of the General Assembly may include:

- approval of the record of the previous General Assembly
- the annual report on activities
- report of the treasurer and of the auditor
- setting of the membership fees

- approval of the budget
- approval of reports and accounts
- appointment of auditor
- election of the Board of Directors members
- other business

Board of Directors, Executive Committee and Treasurer

Article 13:

Board of Directors

The Board of Directors members are not necessarily members of the association or their representatives.

The Board of Directors consist of at least 3 members being the President, the Vice-President, the Executive Director and a Treasurer if any.

The President and the other members or the Board of Directors are elected by the General Assembly for a duration of four years. The term of office is renewable.

The Board of Directors is authorized to carry out all acts that further the purposes of the association. It takes all measures to attain the goals of the Association, it ensures that these statutes are applied, drafts rules of procedure and internal regulations, and administers the assets of the Association.

The Board of Directors administers the affairs of association according to the principles set forth in these statutes and to the resolution taken by the General Assembly.

The Board of Directors handles current affairs, prepares resolutions of the General Assembly and executes the said resolutions.

The Board of Directors meets as often as required by the Association's affairs. The meetings convene either physically or by any other means, such as conference calls, video conferences, exchange of emails otherwise.

The Board of Directors takes its decision when the majority of its members are present or participate in the Meeting. The decisions shall be taken by a majority vote of the members participating, each Board member having one vote. In case of deadlock, the President shall have the casting vote. Passing resolutions by circular way is accepted.

The Board of Directors can appoint expert committees and assign their members for special tasks. The decisions shall be taken by a majority vote of the members participating, each Board member having one vote. In case of a deadlock, the President shall have a casting vote. Passing resolutions by circular way is accepted.

The paid employees of the Association shall have only a consultative participation in The Board of Directors meetings, with no voting rights.

Executive Committee

The Executive Committee members are appointed by the President within the Board of Directors for the purpose of handling day-to-day matters and implementing the decisions of the Board of Directors.

The Executive Committee executes policies as directed by the President.

It takes decisions with regard to admission of new members, to resignation of members, and to their possible expulsion.

Each Executive Committee member's term of office shall last for 3 year and is renewable. The Committee meets as often as required.

Treasurer

If a Treasurer is appointed, he/she shall manage the bank account of the association if any.

The Treasurer is appointed by the President within the Board of Directors.

Article 14:

The association shall be validly bound by the individual signature of the Association President, or by the joint signature of the Vice-President and the Executive Director between them. In this respect, the President, Vice-President, the Executive Director and the Treasurer shall be entitled notably to open, close and manage bank account(s) of the Association. Other representation powers (joint or individual) can be granted by the President.

Various Provisions

Article 15:

The financial year shall begin on 1st January and end on the 31st of December of each year.

The auditor appointed by the General Assembly shall audit the Association's accounts every year.

Article 16:

In the case of the association being dissolved, the assets should be allotted to a non-profit organization pursuing goals of public interest similar to those of this organization. The goods cannot be returned to the founders or members, nor be used to their own profit in any manner.

The present statutes have been approved by the General Assembly of the Global Resilience Consortium.

For the Association:

President

Dr. Walter Christman

Walter Christman
