

## **Name**

### **Article 1**

Swiss scientific society for developing countries is politically neutral and a non-profit society which promotes communications, research, education and business between Switzerland and developing countries.

## **Headquarters & Duration**

### **Article 2**

The society's headquarter is located in the canton of Zurich.

The Society is established for an unlimited period of time.

## **Purposes**

### **Article 3**

The main objective of the Society is to achieve the following goals:

1. Promote and coordinate scientific and technical exchange with developing countries.
2. Build strong partnerships and networks that aim to develop an innovative projects, knowledge transfer, and experience exchange.
3. Provide highly skilled advisors, consultants and auditors for bilateral investors to promote scientific and economic prosperity.
4. Provide neutral and trusted body to initiate negotiation and facilitate investment flows, stabilizing the investment climate and provide neutral dispute management for investors to ensure mutual benefit.
5. Establish specifications and standardizations for chemicals and biomaterials.
6. Cooperate with other societies, institutions, universities, government, NGO, and private sectors to advance common goals.

## **Resources**

### **Article 4**

The Society's resources come from:

- donations;
- private and public subsidies;
- membership fees;
- any other resources authorized by the law.

## **Members**

### **Article 5**

Members shall be any person may request to join if they are committed to the goals and mission of the society

The Society comprises:

- *Active members*: Any individual with Master/PhD or professional equivalent-level degree with suitable scientific achievements and consultancy/ advisory/ auditory/ research experience, shall be eligible to be an active member of the Society.

- *Associate members*: Any individual with any University degree or relevant professional accomplishments as determined by the Executive Committee, shall be eligible to be an Associate Member of the Society.
- *Student members*: A full-time college student, either undergraduate or graduate with expressed interest in the scientific and technical areas relevant to the Society.
- *Honorary members*: An individual who has performed eminent service in science or to the Society, may be elected an Honorary Member with life rights and privileges of membership and exemption from all membership dues and fees.

Requests to become a member must be addressed to the Executive Committee. The Executive Committee admits new members and informs the General Assembly accordingly.

*Termination of membership:*

- a) on death;
- b) by written resignation notified to the Committee at least three months or mutual agreement before the end of the financial year;
- c) by termination/suspension ordered by the Committee, 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.
- e) for not renewing annual membership
- f) for behaviours against the interest and goals of the society

All active members will be granted the right to vote and hold office

## **Organs**

### **Article 6**

The Society's organs are:

- a) The General Assembly,
- b) The Executive Committee.
- c) Auditor

## **General Assembly**

### **Article 7**

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

It shall hold an Ordinary Meeting once each year. It may also meet in extraordinary session whenever necessary, by decision of the Committee or at the request of one-fifth of the members.

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

The Committee shall inform the members in writing of the date of the General Assembly at least six weeks in advance. The notification, including the proposed agenda, shall be sent to each member at least 10 days prior to the date of the meeting.

### **Article 8**

The General Assembly:

- a) shall approve the admission and expulsion of members;
- b) appoints the members of the Committee and elects, at a minimum, the President, the Secretary and the Treasurer;
- c) notes the contents of the reports and financial statements for the year and votes on their adoption;
- f) appoints an auditor for the Society's accounts;
- g) decides on any modification of statute;
- h) decides on the dissolution of the Society;
- i) fixes the annual membership fees.

### **Article 9**

The General Assembly is led by the President, Vice President, the Secretary, the Treasurer.

### **Article 10**

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

Decisions concerning the amendment of the Statute and the dissolution of the Society 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 must include:

- approval of the record of the previous General Assembly
- the Committee's annual report on activities
- report of the treasurer and of the auditor
- setting of membership fees
- approval of the budget
- approval of reports and accounts
- election of Committee members and auditor
- other business

## **Executive Committee**

### **Article 13**

The Committee is authorized to manage and carry out all duties and functions that required to promote the purposes and achieve the goals of the Society.

### **Article 14**

Executive Committee, President, Vice-President, Treasurer, Secretary

- The Executive Committee will appoint a President and Vice-President, to be chosen within the members of the Executive Committee.
- The Vice-President substitutes the President in all his functions, in case of absence.
- The Executive Committee will appoint a Treasurer, to be chosen within the members of the Executive Committee.
- The Treasurer has the responsibility of managing the financial aspects of the Society.
- The Executive Committee may also appoint a Secretary to support the President and the Executive Committee in the managerial and administrative activities.
- The Executive Committee named at the time that the Society has been established will remain in charge for three years, or until the third meeting of the Assembly that will elect the new Executive Committee

If any member of the Executive Committee shall resign, die or become incapacitated, the Executive Committee shall elect a replacement to serve until the next regularly scheduled election.

The Executive Committee shall be elected by the General Assembly every three years. The Committee meets as often as required.

Executive Committee: President, Vice-President, Treasurer, Secretary could appoint or elect an additional members (maximum 3) to assist Executive Committee.

### **Article 15**

The Committee members act voluntarily and can only be compensated for their effective and travel costs. Eventual fees cannot exceed that paid for official commissions. For activities exceeding the usual function, each committee member can receive appropriate compensation.

The paid employees of the Society have only a consultative vote in the committee.

### **Article 16**

The functions of the Executive Committee are:

- to take all necessary steps, measures or actions to achieve the goals of the Society;
- to organize General Assemblies;

- to take decisions with regard to admission of new members, resignation of members, and to their possible expulsion;
- to ensure the Statute is applied;
- to establish sub-committees for certain tasks.

#### **Article 17**

The Society shall be validly bound by the individual signature of the president or secretary or a proxy approved in writing by the Executive Committee.

#### **Article 18**

The financial year shall begin on 1st of January and end on 31st of December of each year. The treasurer is responsible for the finances of the Society.

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

#### **Article 19**

In the case of the Society being dissolved, the assets should be allotted to a non-profit organisation pursuing goals of public interest similar to those of the organisation and benefiting from tax exemption. The goods cannot be returned to the founders or members, nor be used to their own profit.

#### **Amendments**

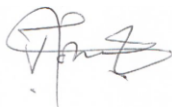
##### **Article 20**

Modifications of this By-Laws can be proposed by the Executive Committee or by at least one fourth of the active members. Modifications have to be approved by the two-thirds majority of the members present or represented at the Assembly.

The present By-Laws have been accepted and approved by the founding member of Swiss scientific society for developing countries.

Zurich, 01.02.2014

President



Secretary

