EUROSCIENCE

European Association for the Advancement of Science and Technology

STATUTES

Approved by the EuroScience General Assembly on 13 July 2022 in Leiden (the Netherlands)
Article 1: NAME, LEGAL STATUS, REGISTERED OFFICE

1) The Association is an international, independent non-profit association with the name of:
   - (French) EuroScience (Association Européenne pour la Promotion de la Science et de la Technologie)
   - (English) EuroScience (European Association for the Advancement of Science and Technology).

2) The Association is established according to the local laws of associations prevailing in the departments of Haut-Rhin, Bas-Rhin and Moselle, regulated by article 21 et sq. of the local civil code (law of 1908).

3) The Association is registered in Strasbourg (France).

Article 2: DURATION

1) EuroScience is established for an unlimited duration.

Article 3: ORGANISATIONAL STRUCTURE AND REGULATIONS

1) EuroScience comprises the following structural elements:
   - the Members
   - the General Assembly
   - the Governing Board
   - the President
   - two Vice Presidents
   - the Treasurer
   - the Executive Committee
   - the Secretary General (and, if necessary, the Deputy Secretary General)
   - the Administrative Office (EuroScience Office)
   - the EuroScience Advisory Committee
   - any other Working Groups, Task Forces or Committees that may be established on an ad hoc basis for the furtherance of the Association’s purpose

2) Regulations shall be established by the Governing Board for effective operation of the Association, within the framework of the EuroScience Statutes. The Regulations and any revision of the Regulations shall be adopted by a majority vote of the Governing Board. In the event of conflict between the Regulations and the Statutes, the Statutes shall apply.
Article 4: OBJECTIVES

1) The EuroScience Association was founded to bring together researchers in all societal sectors (including academia and industry), along with other science professionals and interested citizens, to engage in improving the quality of scientific practice, ensuring integrity and societal accountability in all fields of scientific research including the physical sciences, engineering sciences, life sciences, social sciences and humanities, and promoting the impact of science in, with and for society, as well as increasing science-society dialogue.

2) To achieve its objectives, EuroScience is organised as a pan-European platform for scientists, engineers, teachers, students, journalists, communicators, policy-makers and all those interested in the pursuit of science and technology for the benefit of European society. The EuroScience association strives:

- to provide its members with an effective voice in discussions regarding policies involving science and technology and their societal implications in Europe;
- to promote a scientific culture, as well as dialogue and mutual understanding between science and society, amongst other aims in order to warrant the free, but responsible pursuit of knowledge to the greatest benefit of society;
- to foster a European spirit amongst its members through discussions of issues of general importance to many;
- to facilitate co-operation among all stakeholders in science and technology in Europe, and thus contribute to the understanding of science and technology as a common endeavour for the benefit of Europe and its citizens;
- to further collaboration among European scientific institutions, as well as scientific and technological relations between Europe and the rest of the world.

3) In the pursuit of its objectives, EuroScience engages in relevant activities and events, as defined by the Governing Board, that promote exchange and dialogue among diverse stakeholders. The activities and events include the EuroScience Open Forum (ESOF) as well as other smaller topical and regional meetings and actions.

Article 5: MEMBERS

1) Membership of EuroScience is open to all natural and legal persons who support the objectives of EuroScience and are willing to contribute to achieving those objectives.

2) EuroScience has three distinct membership categories:

- Full Individual Members (natural persons)
- Institutional Members (legal entities)
- Associate Individual Members (natural persons)

Sub-categories within the membership categories are possible, and all categories and sub-categories shall be described in the Regulations. All categories and sub-categories of EuroScience members accept to receive communication from EuroScience on products, services and perspectives of the Association, in accordance with the General Data
Protection Regulation (GDPR) of the European Union (Regulation (EU) 2016/679 (Personal Data Protection)).

3) The Governing Board shall establish in the Regulations the conditions for joining EuroScience in one or another of the distinct membership categories, as well as the benefits, rights and obligations of membership, membership contributions, membership sub-categories and any other elements necessary for membership admission and management.

4) The Governing Board shall establish in the Regulations a procedure for exclusion of a EuroScience member, as well as the conditions required to justify exclusion.

**Article 6: CODE OF CONDUCT**

1) The Governing Board shall establish a Code of Conduct to ensure that all EuroScience members, and in particular the President, the Vice Presidents, the Treasurer, the other Governing Board members, the Secretary General and the personnel of the EuroScience Office, within the framework of their respective responsibilities, act in a manner consistent with the integrity, standards and values promoted by EuroScience.

**Article 7: RESOURCES**

1) The resources of EuroScience shall comprise:

   a) contributions from members;
   b) donations and legacies;
   c) income from partnerships;
   d) proceeds from fund-raising activities;
   e) revenues from the interest on capital;
   f) subsidies granted by public or private benefactors;
   g) income from contracts and grants for activities and projects in fields having a bearing on the objectives of EuroScience;
   h) income from the sale of publications;
   i) any other income not conflicting with the objectives and legal status of EuroScience.

**Article 8: GENERAL ASSEMBLY**

*General Assembly Membership and Voting Rights*

1) Collectively, the Full Individual Members of EuroScience form the General Assembly, and each Full Individual Member holds one General Assembly vote. The General Assembly exercises its powers through votes at physical meetings of the General Assembly and by correspondence. The Governing Board shall establish operational procedures in the Regulations for the organisation of votes at physical meetings and by correspondence, including (when applicable) remote electronic voting mechanisms.
2) The Voting Rights of the General Assembly are as follows:

a) **electing the President of EuroScience** in a vote by correspondence for a term of office of four (4) years, on the basis of a list of one (or more) candidates proposed by the Governing Board from among the Full Individual Members of EuroScience.

Arrangements for the organisation of the proposal of the list of candidates, as well as for the organisation of the election itself, shall be established by the Governing Board in the Regulations.

In the event of an equal number of votes among two (or more) candidates for the seat of President, lots shall be drawn to determine the elected President of EuroScience according to a procedure established by the Governing Board in the Regulations.

Should the seat of President become vacant for any reason prior to the completion of the four-year term, the General Assembly may elect a new President according to the procedure described in the present article, with the exception of the duration of the term of office of the new President elected under those circumstances. The duration of the term of office of a new President elected under the circumstances of premature vacancy shall be limited in order to ensure that the date of expiration of the new term coincides with that of the initial four-year term;

b) **electing the Governing Board of EuroScience**, in a vote by correspondence for a term of office of four (4) years. The vote shall elect one half of the Governing Board members, once every two years, from a list of candidates proposed by the Governing Board on the basis of applications received following an open invitation to all Full Individual Members of EuroScience to submit their candidacy.

Arrangements for the organisation of the proposal of the list of candidates, as well as for the organisation of the election itself, shall be established by the Governing Board in the Regulations.

If, at the time of the vote, the seat of the President of EuroScience is not vacant, six (6) Governing Board seats shall be open for election. If, however, at the time of the vote, the term of office of the President of EuroScience is near expiration or the seat of the President is vacant, five (5) Governing Board seats shall be open for election, the remaining seat being reserved for the election of the President following the procedure described in article 8.2.a.

In the event of an equal number of votes for the fifth (or sixth) seat to be filled at a Governing Board election, lots shall be drawn to determine the elected Governing Board member according to a procedure established by the Governing Board in the Regulations.

c) **adopting a report by the President**, at least once every two years on behalf of the Governing Board, on the activities and achievements of the Association over the two previous years, as well as a report by the President on the operational actions and performance of the EuroScience Office over the previous two years;
d) **adopting a report by the Treasurer**, at least once every two years, on the financial situation of the Association over the previous two years and the financial planning for the two years ahead;

e) **adopting the financial accounts** of the previous year following an audit by a certified public accountant. Should a vote of the General Assembly be expected to be organised only once every two years, the General Assembly, in addition to adopting the financial accounts of the previous year, shall authorise the Governing Board to approve provisionally the financial accounts of the following year. The provisional approval by the Governing Board for that year shall then be subject to formal approval by the General Assembly at the conclusion of the two-year cycle;

f) **discharging the Treasurer and the Secretary General**, at least once every two years, from liability for the financial policy and management during the previous two years;

g) **amending the EuroScience Statutes**;

h) **declaring dissolution of the EuroScience Association**.

**Meetings of the General Assembly**

3) Ordinary General Assembly meetings shall be organised at least once every two years by decision of the Governing Board.

In addition, upon request to the President of EuroScience from twenty (20) or more Full Individual Members, an extraordinary General Assembly meeting addressing one or more specific subjects or agenda items shall be organised.

The date and venue of each General Assembly meeting, as well as any specific arrangements for votes by correspondence and any provisions for remote electronic voting, shall be established in the Regulations adopted by the Governing Board.

Invitations to the General Assembly shall be extended to all EuroScience members, and the General Assembly meeting may also be attended by other persons with an interest in the activities of EuroScience. Voting Rights, however, are restricted to the Full Individual Members who form the General Assembly as indicated in article 8.1.

The procedures for the organisation of both ordinary and extraordinary General Assembly meetings are the same.

No more than one General Assembly meeting shall be organised per year regarding the same subject or agenda item, with the exception of the specific General Assembly meetings described in article 18 for the dissolution and liquidation of the Association.

4) Three (3) months prior to the scheduled date of the meeting of the General Assembly, all Full Individual Members of EuroScience shall be informed by the President, on behalf
of the Governing Board, of the date and venue of the meeting. A draft agenda, adopted by the Governing Board, must be enclosed which shall specify the items to be discussed.

5) No later than twenty-one (21) calendar days prior to the meeting, members may request for discussion and consideration by the Governing Board that additional items be put on the agenda. The process shall be that twenty (20) or more Full Individual Members may request that additional items, not including amendments to the Statutes or dissolution of the Association, be placed on the agenda. The EuroScience Office shall inform all Full Individual Members of EuroScience of the request to place additional items on the agenda.

6) Full Individual Members who are not able to attend a physical meeting of the General Assembly may be authorised by the Governing Board to vote by correspondence in advance of the physical meeting on certain items requiring a General Assembly vote. The procedure for votes by correspondence in such cases, including the use of remote electronic voting, shall be established in the Regulations adopted by the Governing Board.

7) The Governing Board may invite observers to physical meetings of the General Assembly.

**Decisions**

8) The General Assembly shall decide on issues a), b), c), d), e) and f) of article 8.2 by a simple majority of votes cast by Full Individual Members. The General Assembly shall decide on issues g) and h) of article 8.2 by a three-fourths majority of votes cast by Full Individual Members.

The tally of votes cast includes votes that are favourable and unfavourable, as well as votes indicating abstention. Both the physical voting system and any system for votes by correspondence, including remote electronic voting, shall provide for each of the three possibilities (favourable, unfavourable, abstention). The determination of the simple majority and the three-fourths majority shall be calculated as the ratio of favourable votes to all votes cast. The tally of votes cast shall not include the voting rights of Full Individual Members who have not cast a vote either physically or by correspondence.

The Governing Board shall establish in the Regulations the operational procedures required for both physical votes and votes by correspondence for the General Assembly.

9) Decisions of the General Assembly shall be valid irrespective of the number of Full Individual Members taking part in the votes, with the exception of decisions regarding the dissolution of the Association as described in article 18.

10) The decisions of the General Assembly shall be entered into a register signed by the President and the Secretary General and held in the custody of the Secretary General who shall make the register available to all members of EuroScience.
Article 9: GOVERNING BOARD

Composition and terms of office

1) The Governing Board is comprised of up to twelve (12) elected members, as well as a maximum of four (4) co-opted members.

All elected Governing Board members shall be Full Individual Members of EuroScience with active experience and expertise in science, technology and matters relating to science and society. A balanced composition of the Governing Board shall be encouraged, with representation of a wide variety of fields of science and technology, geographical origins, professional backgrounds, gender and age.

The Governing Board may decide, by a majority vote of the elected Governing Board members, to add a maximum of four (4) additional persons to the Governing Board as co-opted Governing Board members. Once added to the Governing Board, the co-opted members have the same rights and responsibilities as all other Governing Board members, with the following exceptions: a) participation in the decision to add other co-opted members and b) holding office as Vice President, Treasurer or Acting President. The term of office of a co-opted Governing Board member shall not be less than two (2) years nor greater than four (4) years. The date of conclusion of the term of office of a co-opted Governing Board member shall be chosen in a manner that corresponds to the two-year cycle of Governing Board elections.

The Secretary General is not a member of the Governing Board, but the Secretary General is invited to attend all Governing Board meetings. The Secretary General is also charged, in coordination with the President, with establishing draft minutes to be proposed for adoption by the Governing Board within fifteen (15) calendar days of each meeting.

2) The term of office of members of the Governing Board shall be four (4) years, beginning at the earliest at the physical General Assembly meeting immediately following their election or at the latest one (1) calendar month following the expiration of the term of office of the previous Governing Board members concerned. For this purpose, and within the limits of feasibility, Governing Board elections shall be organised at least three (3) months prior to a physical General Assembly meeting.

If a vacancy of one or more seats of Governing Board members other than the President arises for any reason (resignation, removal, incapacity or death), the Governing Board member(s) concerned shall not be replaced.

If a vacancy arises for any reason (resignation, removal, incapacity or death) of the seat of President of EuroScience, the remaining elected Governing Board members shall choose among themselves an Acting President who shall continue the term of the President either for the remainder of the initial term of office or until the Governing Board decides by majority vote to hold an anticipated election for a new President according to the measures foreseen in article 8.2.a. The Acting President chosen by the
Governing Board under these circumstances has, without exception, all of the rights and responsibilities of the President of EuroScience.

3) A Governing Board member may serve up to two (2) consecutive terms of office. Governing Board members who have served two (2) consecutive terms of office become eligible to be elected again to the Governing Board following a period of four (4) years.

4) The Governing Board shall appoint two (2) Vice Presidents and a Treasurer from among the eleven (11) Governing Board members elected in addition to the President.

**Duties**

5) Acting within the provisions of the EuroScience Statutes, the Governing Board has the following duties:

a) **determining the strategic orientation of EuroScience** and a multi-annual strategic action plan for the pursuit of the EuroScience objectives;

b) **establishing and adopting an annual work plan** for the Association and the EuroScience Office, including key indicators for the performance of the Governing Board and EuroScience staff;

c) **establishing the procedures for organisation of the elections** of the President and the other members of the Governing Board according to a two-year cycle as described in articles 8.2.a and 8.2.b;

d) **appointing and monitoring the performance of the Secretary General** for a period of four (4) years (renewable) and appointing (if necessary) a Deputy Secretary General for a period of four (4) years (renewable);

e) **deciding on the remuneration** (if any) of the Secretary General and on the remuneration (if any) of the Deputy Secretary General;

f) **excluding a EuroScience member.** The decision to exclude a member shall be taken in accordance with the procedure established by the Governing Board in the Regulations.

g) **removing an elected or co-opted Governing Board member.** The decision to remove an elected or co-opted Governing Board member shall be taken in accordance with the procedure established by the Governing Board in the Regulations.

h) **creating and dissolving Working Groups, Task Forces and Committees,** as well as determining the mandates and terms of reference of any such Working Groups, Task Forces and Committees. The procedures for the creation and dissolution of Working Groups, Task Forces and Committees shall be established by the Governing Board in the Regulations.
i) creating Governing Board subcommittees, if these are deemed necessary to carry out the Governing Board’s duties. The procedures for creation and dissolution of Governing Board subcommittees shall be established by the Governing Board in the Regulations;

j) preparing meetings of the General Assembly;

k) adopting the annual budget of the Association, within the limits of the two-year financial planning adopted by the General Assembly, and approving provisionally the financial accounts of the Association in view of formal approval by the General Assembly as described in article 8.2.e;

l) appointing a certified public accountant for auditing the accounts;

m) authorising the publication of documents or other oral or written communications that may give rise to possible prejudice or liability for the Association;

n) deciding to accept or refuse donations, legacies or usufruct of capital on behalf of EuroScience;

o) establishing, adopting and amending the Regulations required to implement the Statutes;

p) deciding on provisions necessary to implement the Statutes but not foreseen in the Regulations.

Meetings and decisions

11) The President shall convene a meeting of the Governing Board at least twice per year. In addition, the President must convene a Governing Board at the request of one quarter of its members.

Should the President, for any reason, not convene a Governing Board meeting within fifteen (15) calendar days following a request from one quarter of its members to do so, those members requesting a meeting of the Governing Board shall choose among themselves an Acting Chair who shall convene the Governing Board meeting, propose the agenda and chair the meeting in place of the President.

Governing Board meetings can be held physically (at a specific geographical venue), remotely (with the support of an appropriate electronic video-conferencing system) or in a hybrid arrangement (both physically and remotely).

Organisational procedures for Governing Board meetings shall be established by the Governing Board in the Regulations.

12) Decisions can be taken during Governing Board meetings or by correspondence. Should one or more Governing Board members be opposed to a vote by correspondence on a
specific issue, the President shall organise a Governing Board meeting with the vote in question included as an agenda item.

For decisions to be valid when taken during a Governing Board meeting, the meeting must have a quorum of half of its members present. A member of the Governing Board cannot be represented by another Governing Board member in a proxy capacity. The President or one of the Vice Presidents must be present. In the absence of the President, one of the Vice Presidents present at the meeting shall act as Chair.

For decisions to be valid when taken by correspondence, a quorum of half of the Governing Board members must take part in the vote by correspondence. The procedure for votes by correspondence, including the use of remote electronic voting, shall be established in the Regulations adopted by the Governing Board.

13) The Governing Board shall decide by majority vote of the members present or taking part in the vote. In the event of a tie, the President, if present or taking part in the vote, holds the deciding vote.

14) The decisions shall be entered into a register signed by the President and the Secretary General. The Secretary General shall keep the register in his custody and make the register available to members of the Association for consultation upon request.

**Other**

15) Members of the Governing Board shall not be remunerated.

16) The Governing Board shall establish a policy regarding conflict-of-interest for Governing Board members as well as appropriate procedures for implementation of that policy.

**Article 10: PRESIDENT AND VICE-PRESIDENTS**

1) The President convenes and chairs the General Assembly, the Governing Board and the Executive Committee. The President actively liaises with other stakeholders in European science and technology to strengthen the position of the Association.

2) Two Vice Presidents shall assist the President and each replaces the President if necessary. The President can, respecting the provisions of these Statutes, assign specific responsibilities to each of the Vice Presidents.

3) The President may serve for a maximum of two consecutive terms.

**Article 11: TREASURER**

1) The Treasurer shall, together with the Secretary General, propose to the Governing Board the annual budget, and a medium- and long-term financial strategy and planning for the Association for approval.
2) The Treasurer shall in particular, together with the Secretary General, develop a fund-raising strategy.

3) The Treasurer shall, in general, advise and assist the Secretary General in exercising financial responsibilities.

4) Financial documents to be put to the Governing Board and the General Assembly shall require prior approval of the Executive Committee.

5) The Treasurer shall report to the General Assembly.

**Article 12: SECRETARY GENERAL AND DEPUTY SECRETARY GENERAL**

1) The Governing Board shall determine the duties of the Secretary General. Those duties may include:

   a) management of the EuroScience Office (including recruitment of the staff required to support the activities of the Association), EuroScience administrative activities and EuroScience finances;

   b) supervision of the preparation of the meetings of the Executive Committee, the Governing Board and the General Assembly, as well as the implementation of their decisions and the drafting of a record of the discussions, decisions and actions in the minutes;

   c) preparation of the annual budget and the two-year financial planning in consultation with the Treasurer;

   d) preparation of the closure of the accounts of the previous year and their audit by an external auditor, in consultation with the Treasurer;

   e) conclusion of contracts, within the framework of articles 15.3 and 15.4, as well as implementation of contracts following decision of the Governing Board and in accordance with the approved annual budget;

   f) negotiation with prospective partners and sponsors in relation to the activities and actions of EuroScience, in coordination with the President;

   g) representation of EuroScience as indicated in article 15.1, in coordination with the President;

2) The Secretary General, in consultation with the Treasurer, shall be responsible for the control and administration of all investment, endowment and trust funds, as well as any other such funds which the Governing Board may establish. Any policies with respect to these funds shall be discussed and agreed by the Governing Board.

3) The Secretary General shall report to the Governing Board.
4) Should the Governing Board decide to appoint a Deputy Secretary General, the Deputy Secretary General shall assist the Secretary General and replace the Secretary General if necessary. The Deputy Secretary General shall report to the Secretary General and, if requested, to the Governing Board.

The Secretary General may, within the mandate provided by the Governing Board, assign specific responsibilities to the Deputy Secretary General.

**Article 13: EXECUTIVE COMMITTEE**

1) The Executive Committee shall consist of the President, the two Vice Presidents and the Treasurer. The Secretary General is invited to all Executive Committee meetings and is responsible for capturing a record of discussions, decisions and actions. The record of discussions, decisions and actions shall be addressed for information within fifteen (15) days to all members of the Governing Board.

2) The Executive Committee provides assistance and advice to the Secretary General in the implementation of the Governing Board's decisions. In this connection, the Executive Committee may vote on matters arising in the process of implementing decisions of the Governing Board. Where there is conflict between the two, the Executive Committee shall revert back to the Governing Board.

3) The Executive Committee shall meet at least once every three months. The President, in consultation with the Secretary General, convenes the meetings, which may be held either physically (in a chosen geographical venue) or remotely (with the support of an appropriate electronic video-conferencing system). A quorum of three members, including the President or one of the Vice Presidents, is necessary for decisions to be valid. In the absence of the President, one of the Vice Presidents present at the meeting shall preside as acting chair.

4) The Executive Committee shall endeavour to reach unanimity in its decisions, but, if unanimity cannot be reached, decisions shall be taken by a simple majority vote of the Executive Committee members present, with the President, if present, holding a deciding vote.

5) The President may invite additional Governing Board members to attend an Executive Committee meeting as observers, if deemed appropriate by the Executive Committee, or upon request from one or more Governing Board members.

**Article 14: EUROSCIENCE ADVISORY COMMITTEE**

1) The Governing Board may create a EuroScience Advisory Committee composed of internationally recognised persons with expertise in areas of relevance for the development of EuroScience.
2) The Governing Board shall establish in the Regulations appropriate procedures for creation and operation of a EuroScience Advisory Committee.

**Article 15: REPRESENTATION AND SIGNATURE RIGHTS**

1) General representation of EuroScience is the responsibility of the President, the Vice Presidents and the Secretary General. Governing Board members other than the President and Vice Presidents may be mandated by the President for specific representation tasks on behalf of the Governing Board.

2) The President and the Secretary General shall, jointly and severally, represent the Association in all official deeds. If necessary, they may delegate this authority to one of the Vice Presidents. The characteristics and limits of representation in this capacity shall be established and adopted by the Governing Board in the Regulations.

3) Signature rights for EuroScience bank accounts are given to the President (or, if necessary, a Vice President), the Secretary General, the Deputy Secretary General and the Treasurer. Individual transactions that exceed five-thousand (5000) Euros require two signatures.

4) Contractual arrangements for the purpose of operating the Association shall be signed by the Secretary General. Other contractual arrangements legally binding the Association for a period of more than two years require the signatures of the President and the Secretary General. The Regulations established by the Governing Board shall define the powers of delegation of the President and the Secretary General, including powers of delegation to staff of the Association.

5) Any legal actions to which the Association is a party, as plaintiff or defendant, shall be undertaken under the responsibility of the Governing Board. The President and the Secretary General shall, jointly and severally, represent EuroScience in such actions.

**Article 16: ORGANISATION OR CO-ORGANISATION OF LABELLED EVENTS**

1) The Governing Board ensures that proper organisational arrangements are put in place in a timely manner for events that are labelled and organised by EuroScience, or labelled and co-organised by EuroScience in collaboration with one or more third parties. The Governing Board also ensures that the interests of EuroScience and the truly European nature of all EuroScience-labelled events, and in particular that of the EuroScience Open Forum (ESOF), are duly safeguarded.

2) The Governing Board ensures that proper legal agreements are established between EuroScience and any local organising structures involved in delivering events that are labelled, organised or co-organised by EuroScience, and in particular for the EuroScience Open Forum (ESOF).
Article 17: AMENDMENT TO THE STATUTES

1) The President shall notify all Full Individual Members of EuroScience at least one month in advance of a General Assembly meeting of any amendments to the Statutes which have been approved provisionally by the Governing Board and are proposed to the General Assembly for adoption by vote.

   In addition to the amendments proposed by the Governing Board, should twenty-five (25) Full Individual Members request to table an amendment no later than forty-five calendar days prior to a General Assembly meeting, the proposed amendment shall be examined by the Governing Board and the Governing Board recommendation regarding that particular amendment shall be included in the notification of the President.

2) The General Assembly shall have sole power to amend the Statutes of the Association by vote in accordance with articles 8.8 and 8.9.

3) Amendments to the Statutes shall take effect only after the publicity requirements specified in the applicable legal provisions have been fulfilled.

Article 18: DISSOLUTION OF THE ASSOCIATION

1) The General Assembly shall have sole power to declare dissolution of the Association.

   A meeting specifically convened with at least three (3) months prior notice shall be organised for that purpose. The General Assembly shall decide on the dissolution of the Association, as well as on arrangements for the liquidation of the Association and on the beneficiaries of the net liquidation assets, following a proposal presented by the Governing Board.

2) Voting shall take place in accordance with article 8.8. In the event that a quorum is not attained of more than twenty-five percent (25 %) of the Full Individual Members taking part in the votes regarding the decision to dissolve the Association, the dissolution of the Association shall not enter into effect. The President shall then convene a second specific General Assembly meeting with the same agenda regarding dissolution and liquidation no earlier than one (1) month following the initial specific General Assembly meeting. The decisions adopted by votes regarding dissolution and liquidation at this second General Assembly meeting shall be valid irrespective of the number of Full Individual Members taking part in the votes.