

STATUTES

I. General provisions

Article 1

Name - head office

« Enfants du Monde », is a non-profit association, governed by articles 60 and following of the Swiss Civil Code, with registered head offices at Grand-Saconnex, Geneva.

Article 2

Goal

The aim of the association is to help and protect children, regardless of race, gender, nationality, creed and political opinion, by means of mutual international assistance or cooperation for development, in Switzerland and abroad.

The association takes on the principles of the Convention on the Rights of the Child, adopted by the United Nations General Assembly on November 20th 1989.

Article 3

Means

To achieve the aforementioned goal, the association will undertake all actions to help and protect childhood and family.

Article 4

Duration

The Association is established for an indefinite term.

Article 5

Responsibility

The commitments of the association are guaranteed exclusively by its assets, excluding the personal responsibility of its members.

Article 6

Resources

The resources of the association consist of:

- a) annual membership dues;
- b) project sponsorships;
- c) revenue from assets;
- d) donations, legacies and other liberalities;
- e) income from mandates;
- f) fundraising income.

Article 7

Fiscal year

The fiscal year begins on January 1st and ends on December 31st of each year.

II. Members

Article 8

Admission

Becomes a member of the association any natural person or legal entity who requests it by approval of the Committee. The Committee may, however, refuse an application for admission without mentioning the motives.

Membership is also awarded to individuals who financially support patronage actions. They are therefore called godfathers or godmothers and are exempt from contribution during their support, on account of their financial participation over the duration.

Individuals who request it from the Committee may acquire the status of member for life by way of a global contribution fixed by the general assembly.

Article 9

Rights

Members of the association have the right to attend the general assembly and exercise their right to vote.

They may submit proposals to the general assembly by observing the forms prescribed by the statutes.

Members are regularly informed of the activities of the association.

Article 10

Obligations

Members are required to pay their annual membership fees, determined by the General Assembly (art. 14 J.).

They undertake to promote, insofar as possible, the purpose and principles of the association.

Article 11

Loss of membership

The membership of the association is lost:

- a) by resignation, announced to the Committee;
- b) in principle, in the event of failure to pay the annual fee after two reminders;
- c) by exclusion, pronounced without plea by the Committee, which decides without stating the motives;
- d) by death, in the case of a natural person;
- e) by dissolution, in the case of a legal entity.

Outgoing or excluded members have no right to the fortune of the association.

III. Organs

Article 12

Organs of the association

The organs of the association are:

1. the general assembly;
2. the Committee;
3. the secretariat;
4. the auditors.

In addition, the association may set up commissions and is supported by Goodwill Ambassadors, who do not participate in management.

1. General Assembly

Article 13

Definition and composition

The general assembly is the supreme authority of the association. It is composed of members of the association.

Article 14

Competences

The competences of the general assembly are defined below. It has a general competence subject to the acts and decisions which, by law or by statute, fall within the competence of another body.

In particular, it is competent to:

- a) decide on the general policies of the association;
- b) take note of Committee's report on its management, the progress of projects and the financial situation;
- c) take note of the audit report;
- d) approve the accounts for the previous financial year;
- e) give discharge to the Committee for its management;
- f) proceed with the election of the president;
- g) proceed, if necessary, to the election of an honorary president and an honorary member;
- h) proceed to the election of the Committee from within the members of the association;
- i) proceed with the election of the auditors;
- j) fixing the annual fees of members and the total life membership dues;
- k) decide on the proposals of the Committee or the members of the association;
- l) amend the statutes;
- m) decide on the dissolution of the association.

Article 15

Ordinary assembly

The ordinary general assembly shall be convened by the Committee within six months of the end of the financial year.

Article 16

Extraordinary assembly

The extraordinary general assembly shall be held by decision of the general assembly or the Committee or by the written and reasoned request of the auditors or at least fifty members.

Article 17

Convocation

The notice of assembly shall be sent to the members by letter or by email, with the agenda and, if necessary, with any proposed amendments to the statutes, at least 30 days before the assembly.

Article 18

Proposals

Any individual proposal by a member must be sent to the Committee in writing at least ten days before the general assembly, which must deal with it, subject to article 34.

Article 19

Chairmanship and minutes

The general assembly is chaired by the president of the association or, failing that, by a vice-president or another member of the Committee designated by the latter.

The chairman appoints the secretary of the general assembly. On proposal by the chairman, the scrutineers are appointed by the general assembly.

The secretary of the assembly shall keep the minutes and sign it along with the chairman of the assembly.

Article 20

Decisions and votes

The general assembly is regularly constituted regardless of the quantity of present members.

It can make decisions only on the items on the agenda. At the beginning of the assembly, the latter can be supplemented by individual proposals (art. 18).

Subject to articles 34 para. 3 and 35 para. 3, it shall make its decisions and shall proceed to the elections by a majority vote of the present members. In the event of a tie, the vote of the chairman or his deputy shall prevail.

At the request of one third of the present members, voting and elections may be held by secret ballot.

Each member is entitled to one vote. A written proxy vote may be given to another member. Each member may be the holder of only two proxies.

2. The Committee

Article 21

Definition and composition

The Committee is the governing body of the association. It manages the association, in accordance with its purpose. It is composed of seven to eleven members including the president. Members shall be elected for a period of four years and shall be eligible for re-election. (art.14, lit. h and f)

At least two thirds of the members must be Swiss nationals. The members of the Committee serve on a voluntary basis.

Article 22

Organization

The Committee shall be chaired by the president of the association or, failing that, by a vice-president or another member of the Committee. Moreover, it organizes itself.

The session minutes of the Committee shall be signed by the chairman or his deputy and by the secretary of the session.

Article 23

Competences

The Committee has the following competences:

- a) manage the activities of the association in accordance with its aims and means;
- b) convoke the general assembly;
- c) submit proposals to the general assembly from itself or members of the association;
- d) oversee the implementation of the decisions of the general assembly;
- e) make proposals to the general assembly for the election of the president and members of the Committee;
- f) appoint a vice-president and treasurer from among the members of the Committee;
- g) designate and dismiss Goodwill Ambassadors;
- h) set the wage policy;
- i) engage the secretary general, on proposals from the president;
- j) approve, on a proposal by the secretariat, the overall program, annual budget for actions, strategic orientation and reference documents;
- k) adopt the management budget;
- l) admit members of the association;
- m) exclude members of the association;
- n) establish committees and appoint their president and members;
- o) decide implementing regulations.

Article 24

Decisions and votes

The decisions of the Committee shall be made by a majority vote of the present members. In the event of a tie, the chairman shall have the casting vote.

At the request of at least three members, the votes or elections shall be made by secret ballot.

The decisions of the Committee may be taken by circulation. The majority of the votes of all the members of the Committee is necessary to decide by way of circulation.

Article 25

Sessions

The Committee shall meet as often as the affairs of the association so require, in principle three to four times a year, at the request of the president, a vice-president, the audit committee or five

of its members. The convocation notice shall be sent to the members of the Committee by letter with mention of the agenda, at least 15 days before the session.

Objects not on the agenda can only be dealt with if all present members of the Committee agree to discuss them.

3. The secretariat

Article 26

Functions and competences

The secretariat is headed by the secretary general. It carries out the decisions of the organs of the association. The secretary general shall regularly inform the president on the progress of the affairs. Within the framework of the objectives of the association, it formulates initiatives and submits them to the competent organs.

The secretary general shall attend the meetings of the general assembly, the Committee and eventual commissions, unless otherwise decided by these organs.

The secretary general hires the staff of the secretariat and the regional coordinators of agreement along with the president of the association.

In particular, the secretariat is responsible for preparing, implementing, monitoring and evaluating projects. It responds to calls for tenders depending on the capacity of the association. It organizes fundraising efforts and informs members and the public about the activities of the association. For the choice of Swiss and foreign partner organizations, it will refer to the guidelines established by the Committee.

In the event of the absence of the secretary general, the deputy secretary general shall assume the replacement.

4. The auditors

Article 27

Election

The general assembly elects each year a fiduciary company as auditors. This organ is re-eligible.

Article 28

Competences

The fiduciary company carries out the audit of accounts under articles 727 et seq. of the Federal Code of Obligations, applicable by analogy.

5. The commissions

Article 29

Definition and organization

Commissions may be appointed by the Committee (art. 23 lit. n), which defines their objectives.

Article 24 is applicable by analogy.

Article 30

Composition

The chairmen of the commissions may be invited to sessions of the Committee where they represent their commission, without the right to vote.

Members of the commissions may be chosen from outside the members of the association.

IV. Goodwill Ambassadors

Article 31

Definition

Goodwill Ambassadors reinforce the prestige of the association in regard to authorities and the public. They make the best use of their influence to support the actions of the association.

Article 32

Organization

Ambassadors are regularly informed about the activities of the association and act voluntarily.

V. Commitments of the association

Article 33

Signatures

The association is validly bound towards third parties by the collective signature of two of the president, vice-president, treasurer, secretary-general, deputy secretary-general or other members of the Committee having their signature registered in the Register of commerce. The Committee may authorize other persons to sign for the association and determine the manner of their signature.

VI. Amendment of articles

Article 34

Communication and decision

Proposals from members to amend statutes must be submitted to the Committee at least two months before the general assembly.

Any proposal to amend the statutes must be communicated to the members by the Committee at least thirty days before the deciding general assembly.

Any decision concerning the modification of the statutes shall be taken by a majority of three-quarters of the members present at the general assembly.

VII. Dissolution of the association

Article 35

Competences

Besides the cases stated by law, the general assembly is the only responsible entity for dissolving the association on proposal from the Committee or on a written and reasoned proposal submitted to the Committee three months in advance by one quarter of the registered members.

The Committee gives a written notice which is made available to the members thirty days before the general assembly at the head office. The convocation notice of the assembly serves as a reminder of the submission.

The decision to dissolve may be taken only by a majority of three quarters of the votes of the present members.

Article 36

Liquidation

The liquidation shall be carried out by the Committee, unless the general assembly decides otherwise. Dues, donations and other contributions give no entitlement to assets.

After payment of all debts, the proceeds of the liquidation are remitted to a similar purpose institution chosen by the Committee.

**The present statutes
Replace and repeal
Those of June 1993,
Modified on June 29, 2011 and on June 19, 2015
And take effect
On the date hereinbelow.**

Le Grand-Saconnex, June 16, 2017