

STATUTES OF THE ASSOCIATION CRESCENDO WORLDWIDE NETWORK

as adopted by the GA on November 24, 2010

replacing the statutes of CRESCENDO Worldwide Network, aisbl, adopted on October, 9, 2005

Original in French

Name, seat, aims and objectives

Article 1

It is established as an international non-profit association under the name “CRESCENDO Worldwide Network”, hereafter called CRESCENDO, a non-profit Association with the objective of assuming legal and corporate organisation under Articles 60 and following of the Swiss Civil Code.

Article 2

The seat of CRESCENDO is in Geneva.

Article 3

CRESCENDO pursues non-profit making objectives which are as follows:

To serve as a network to facilitate sharing of information and common activities for its Members in order to promote at international and local levels a positive image of ageing through respect of the dignity and rights of retired and older persons thus contributing to their development and individual missions.

To support joint activities of its members in particular through information sharing, training, exchange of experience, publications and representation with civil and ecclesiastical authorities.

To encourage networking among its members at local, national, regional, and international level and support their activities

To study and circulate any publications produced by the network and its members.

To collaborate with any organisation promoting similar objectives in line with the “Founding Act” of the CRESCENDO Network.

To take up and promote any initiative which contributes to the above objectives.

Article 4

CRESCENDO is set up for an unlimited time.

Members

Article 5

CRESCENDO comprises three categories of members:

Full Members (legal Members) are international Catholic organisations, or organisations considered by the Board as conforming to the requirements laid down in the Founding Act.

Associate Members are organisations or individuals who adhere to the spirit of the Association and support its activities by manifesting interest.

Honorary Members are individuals who have been introduced by full members for having greatly contributed to the Association and who, after signing the Founding Act, are co-opted, as such, by the General Assembly.

Only full members are entitled to vote.

Article 6

Admission is possible at any time. The request shall be addressed in writing to the Board with whom the decision lies. In case of a negative decision the candidate can have recourse to the General Assembly.

Article 7

Any member is free to resign at any time from CRESCENDO by addressing a registered letter to the Board.

Article 8

The exclusion of any member can be pronounced by the Board. An appeal can be presented to the General Assembly which will take the final decision.

Article 9

Membership is lost

- Through withdrawal of the member Organisation;
- Through failing to pay its membership dues (in spite of a reminder by registered letter);
- Through death
- Through dissolution.

Article 10

The decisions of the General Assembly are mandatory for CRESCENDO members according to the Art.75 of the Swiss Civil Code (*).

Managing Bodies

General Assembly

Article 11

The General Assembly is the supreme authority of the “World CRESCENDO Network” and shall:

- Approve the report and the yearly accounts;
- Elect the Board Members and the auditor(s);
- Adopt the budget and determine the membership fees;
- Decide on any recourse after refusal of membership or exclusion by the Board;
- Vote any amendments to the Statutes;
- Decide on a possible dissolution of the Association;
- Decide on any matters of interest to the Association

Article 12

The General Assembly shall be summoned either by the Board or on request of at least one fifth of its Members. Such a request, accompanied by an agenda, shall be addressed by registered letter to the Board.

Article 13

The Board shall summon the General Assembly through an ordinary letter with a notice of at least 20 days. The agenda shall be attached.

Article 14

The General Assembly shall meet at least every two years under the chairmanship of the President.

Article 15

Each Member shall be entitled to one vote and can be represented by another Member. No one can hold more than one proxy.

Article 16

Any decision shall require an absolute majority of Members present or represented. In case of a tied vote, the President shall have the decisive vote.

Decisions on the following items of the agenda can only be taken by a two thirds majority of Members present or represented:

- Amendment of the Statutes;
- Dissolution of the Association;
- Modification of the membership dues.

Article 17

The minutes of the meeting shall be signed by the President.

The Board**Article 18**

The management of the Association shall be entrusted to the Board composed of 5 to 12 Members elected by the General Assembly for a period of 4 years, renewable once.

Article 19

The Members of the Board will chose among their midst a President, Vice-President, Secretary General and Treasurer.

The Board can set up a Steering Committee (Bureau) to administer the Association. The President, the Vice-President, the Secretary General and the Treasurer will be members ex officio.

Should the President be unable to take responsibility, the Vice-President shall take his place.

Article 20

The Board can recruit the necessary staff for the running of the Association. It is also allowed to take any decisions related to the activities of the Association, with the exception of those that are the sole prerogative of the General Assembly according to the Statutes and the Swiss Civil Code.

Article 21

The Board shall meet whenever necessary and also on request of at least three of its Members.

Art 22

The Board can draft bye-laws.

Administration**Article 23**

The debts of the Association are solely guaranteed by its assets so that no responsibility is devolved upon its members.

Article 24

The accounts of the Association shall be finalised on 31 December of each calendar year and submitted to the General Assembly for approval.

Resources**Article 25**

The resources of the Association are as follows:

- Membership dues
- Voluntary contributions or subsidies by individuals or corporate bodies whether private or public;
- Gifts, subsidies or legacies
- Income from work or missions carried out by the Association.

Article 26

The President and the Secretary General (or the Treasurer) are given a collective right of signature.

Dissolution**Article 27**

The dissolution of the Association requires the summons of an Extraordinary General Assembly which will decide at a two thirds majority of Members present or represented.

In case of dissolution the General Assembly shall decide on the distribution of the assets to Associations pursuing similar objectives.

Article 28

The liquidation of the Association shall be carried out by the Board or by any person appointed for the purpose.

General provisions**Article 29**

CRESCENDO Worldwide Network is ruled by the present statutes and articles 60 and following of the Swiss civil code.

All acts committing the administration or general policy of CRESCENDO, unless a special proxy is granted, are to be signed by two members of the Board.

All legal actions, as the defendant or the prosecute, are taken or supported by the Board on behalf of CRESCENDO, prosecution and diligence of the Presidency.

All legal actions must be taken in the Courts of the Geneva Canton (Switzerland), only competent to rule on them.