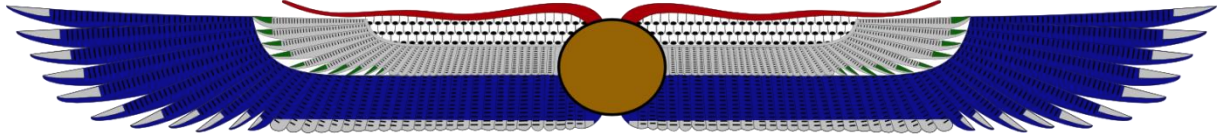


# **GAFÉIAS**



**GLOBAL ASSOCIATION FOR ENVIRONMENTAL INVESTMENTS AND SUSTAINABILITY  
OF ECONOMIC, SOCIAL AND ENVIRONMENTAL SPHERES**



## **GAFÉIAS STATUTES: BYLAWS & RULES**

# GAFÉIAS BYLAWS

[Statuten] – English version

## Bylaws of the Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres

1. Name, Seat and Scope of Activities
2. Objectives and Means of the Association
3. Raising of Funds
4. Voting
5. Members
6. The Organs of GAFÉIAS
7. The Auditors
8. The Court of Arbitration
9. Committees and Task Forces
10. Nomination and Election Procedures
11. Indemnity
12. Changes in Bylaws
13. Dissolution of GAFÉIAS

### 1. Name, Seat and Scope of Activities

**1.1.** The name is the "Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres" abbreviated to GAFÉIAS. The Registered Office of the Association shall be situated at Vienna, in Austria. It extends its activities throughout and beyond Earth. Projects will be operated unexceptional in Nations which are members of the United Nations respectively the Council of Europe

**1.2.** GAFÉIAS has been founded by nominated members of the Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres, June 7, 2009, in Casa Piccola, Vienna. As of October 30th, 2009 in Vienna, AgrarMarkt Austria, a contract was signed by the nominated President, Vice President and Board Member of the Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres, the three founder members.

## **2. Objectives and Means of the Association**

The Association is a voluntary NGO / NPO, non-governmental organization / non-profit organization, of persons associated for the purposes and using the means to reach these purposes set out in the following:

**2.1.** To operate or promote research, education, development cooperation and businesses for environmental investments and sustainability in the areas of economics, social and ecology for the benefit of humanity, environment and health and generally to establish sustainable development of civilization.

## **3. Raising of Funds**

The financial year of GAFÉIAS is the calendar year.

### **Material Source of Funds:**

**3.1.** The funds of GAFÉIAS may be raised by membership fees, and by contributions from Corporations and Associations involved in environmental investments and sustainability, National Societies related to environmental investments and sustainability or in the absence of such a Society by the recognised section of environmental investments and sustainability or in the absence of both aforementioned bodies by the national body for specialisation in environmental investments and sustainability that has members of GAFÉIAS, as participation income, and by other means that the Executive Committee shall decide. Gifts may be incorporated into the funds of the Society.

**3.2.** The participation of GAFÉIAS in, the establishment and acquisition of enterprises respectively companies worldwide in order to generate funds as elaborated in 3.3. until 3.7. considering non-profit intentions, focussing on the benefit to the public as well as common public interest, are permitted. GAFÉIAS may become member of associations and set up associations generally and especially in this context of generating funds.

### **Following enterprise models are applicable:**

- Model 1: GAFÉIAS Corporations International as auxiliary enterprise.
- Model 2: GAFÉIAS Corporations International as non-profit-making Ltd.
- Model 3: GAFÉIAS Foundation in Austria

**3.3.** Convening a regular Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres Congress supporting to meet the objectives of GAFÉIAS.

### **Non-Material Source of Funds:**

**3.4.** Promoting and coordinating throughout Earth and beyond the discussion and exchange of ideas and results on problems associated with environmental investments and sustainability of economic, social and environmental spheres by making use of all available infrastructure and supportive forces.

**3.5.** Providing a suitable medium for the dissemination and discussion of the latest results in the field of environmental investments and sustainability of economic, social and environmental spheres, and related subjects.

**3.6.** Representing with one voice all global environmental investments and sustainability activities in the field of science, education and the promotion of sustainable practice by providing information, reasoned comment and argument vis-à-vis Global Authorities, e.g. the United Nations and other appropriate organisations.

**3.7.** To promote appropriate professional training in Environmental investments and sustainability through a training centre.

## **4. Voting**

Voting will be by the absolute majority of valid votes of members present who have voting rights. If necessary a second ballot will be used to elect from the two candidates with the greatest number of votes in the first ballot. Subsequent voting will be by a simple majority. This voting procedure applies in all cases except as indicated in Bylaws 5.12, 5.15, 6.3.4, 6.6, 8, 12 and 13.

## **5. Members**

**5.1.** In conformity with the aims of GAFÉIAS and the universal nature of scientific research, membership is irrespective of any one country, language area, ethnic group or sex.

**5.2.** The members of GAFÉIAS are: **Students, Junior Start Ups, Employees, Entrepreneurs, Associations, Corporations, Governmental Bodies, and Corresponding as well as Honorary members.**

**5.3.** Any governmental body, corporation, association or person committed to the objectives of GAFÉIAS will be able to become a member of GAFÉIAS provided that he or she is mainly engaged in environmental investments and sustainability of economic, social and environmental spheres or related fields.

**5.4. Student or Junior Start Up** membership can be obtained upon request by any person during his/her formal professional training in environmental investments and sustainability of economic,

social and environmental spheres or related fields. It is restricted to the period of training with a maximum duration of 5 years.

**5.5.** Any professional who is either **employee** or **entrepreneur** in the fields of environmental investments and sustainability of economic, social and environmental spheres or related fields can become an Employee member or Entrepreneur member of GAFÉIAS.

**5.6. Association** membership of GAFÉIAS is open to any Association working in the field of environmental investments and sustainability of economic, social and environmental spheres or related fields.

**5.7. Corporation** membership is available for Corporations investing in the field of environmental investments and sustainability of economic, social and environmental spheres or related fields.

**5.8. Governmental Body** membership is reserved for Governmental Bodies supporting and developing the field of environmental investments and sustainability of economic, social and environmental Spheres or related fields.

**5.9. Corresponding membership** is reserved for persons of outstanding distinction practicing in the field of environmental investments and sustainability of economic, social and environmental spheres or related fields.

**5.10. Honorary membership** is reserved for persons of outstanding distinction who have provided great service to GAFÉIAS.

**5.11.** Admission to Student, Junior Start Up, Employee, Entrepreneur, Association, Corporation and Governmental Body membership of GAFÉIAS requires that a proposal in writing on such forms as the Executive Committee shall from time to time prescribe be lodged with the President or with the Secretary General of GAFÉIAS and shall be endorsed personally by two members of GAFÉIAS. Decisions concerning acceptance of members shall be made by the Executive Committee. The Member's Assembly must be informed about the admission of new members.

**5.12.** Honorary members and Corresponding members are elected at the Members' Assembly on a proposal from the Executive Committee. Such elections shall require approval by two-thirds of the members present.

**5.13. Rights of Members:** All members have the right to vote at the Members' Assembly, to be informed of and participate in the activities of GAFÉIAS, and the right to propose in writing to the Executive Committee names for honorary and corresponding membership. Only individual members for more than 3 years have the right to take office in the Executive Committee or the Court of Arbitration of GAFÉIAS.

**5.14. Obligation of Members:** All members shall promote and protect the objectives of GAFÉIAS set out in Bylaw 2. All members shall pay the appropriate approved membership fees of GAFÉIAS.

**5.15. Termination of Membership:** Termination may be voluntary by giving written notification three months in advance of the next calendar year to the Secretary General of GAFÉIAS. Termination will be

obligatory if a member has remained three years arrears with his or her membership fees despite two warnings in writing from the Secretary General.

Termination will be at the discretion of the Executive Committee by a unanimous decision if a member is considered to have brought GAFÉIAS into disrepute. A member may appeal to the Court of Arbitration.

## **6. The Organs of GAFÉIAS**

### **6.1. The organs of GAFÉIAS are:**

1. The Assembly of Members
2. The Assembly of Delegates
3. The Advisory Council
4. The Executive Committee
5. The Auditors
6. The Court of Arbitration
7. Committees and Task Forces may be set up as and when required.

### **6.2. The Members' Assembly**

The Members' Assembly is made up of Student, Junior Start Up, Employee, Entrepreneur members and a representative of each Association, Corporation and Governmental Body membership. Members may only attend provided they produce evidence that they have fully paid their membership fees by the time of the Members' Assembly. Honorary and Corresponding members may attend. The Members' Assembly takes place once per year subsequent to the Delegates' Assembly and normally during the regular meeting of GAFÉIAS [**GAFÉIAS Annual Congress**], the time of written notice of the agenda being at least 6 weeks.

Items can be added to the agenda and discussed under "other items" if approved by the Assembly. Voting on those items can only take place at the time of the next regular meeting.

If there is no meeting of GAFÉIAS during the year, the Member's Assembly must still meet once per year, as the Annual General Meeting of GAFÉIAS, by being called by GAFÉIAS President. The time of notification of the date of the Annual General Meeting should be 12 weeks; the time of written notice of the agenda should be at least 6 weeks.

An extraordinary Members' Assembly may be called either by the Executive Committee or if at least a tenth of the ordinary members propose this in justified writing to the President. The time of

notification of the date of the extraordinary Members' Assembly should be 12 weeks; the time of written notice of the agenda should be at least 6 weeks. An extraordinary Members' Assembly must have ten per cent of Members present from more than 3 different countries as defined in 6.3.1.

The Members' Assembly has the following functions and responsibilities:

1. To receive the Annual Report of all members of the Executive Committee.
2. To exonerate the Executive Committee.
3. To discuss the general policy put forward by the Executive Committee.
4. Subject to a detailed recommendation from the Executive Committee, to approve the Congress venue up to eight years in advance.
5. To discuss and approve the individual membership fees of GAFÉIAS.
6. To present individual views to the Executive Committee.
7. To elect to the Executive Committee two members: GAFÉIAS Congress Manager and the Treasurer, from all nominations received and circulated by the Secretary General.
8. To be informed of the admission of members.
9. To vote on changes in the Bylaws.
10. To elect Honorary and Corresponding members.
11. To elect one member to the Court of Arbitration.
12. To elect two Auditors
13. To implement the dissolution of the Association

### **6.3. The Delegates' Assembly**

**6.3.1.** The Delegates' Assembly shall consist of one member of each country recognized by the United Nations respectively Council of Europe.

Nomination of this member to the Delegates' Assembly is effected by the national environmental investments and sustainability related society, or in the absence of such a society, by the recognised section related to environmental investments and sustainability, or in the absence of both aforementioned bodies, by the national body for specialisation in environmental investments and sustainability that has members appointed as members of the society.

Duration of office is four years, renewable for one further four-year period only. The delegate cannot be re-elected during the next consecutive year period. Only members of the Association are eligible as Members of the Delegates' Assembly. A member holding an office in GAFÉIAS cannot continue to be a National Delegate.

The National Society or equivalent as in 6.3.1. will nominate a deputy National Delegate, who will act as a substitute for the National Delegate for the entire duration of office of the National Delegate as in 6.3.1.

**6.3.2.** The ordinary Delegates' Assembly shall take place at least once a year, earlier than the Members' Assembly, and normally during the regular meeting of GAFÉIAS, the time of written notice of the Agenda being at least 6 weeks. If there is no meeting of GAFÉIAS during the year, the Delegates' Assembly will be called by GAFÉIAS President, giving 12 weeks written notice of the date and at least 6 weeks written notice of the agenda to National Societies.

**6.3.3.** The National Delegate represents the views of the National Society or equivalent as in 6.3.1. Each country has a single vote, which is cast by the National Delegate. In case the National Delegate cannot attend the meeting the deputy National Delegate may substitute and will cast the vote. Voting by proxy is not permitted.

**6.3.4.** An extraordinary Delegates' Assembly may be called either by the Executive Committee or if one-third of the National Societies wish so. The time of notification of the date of the extraordinary Delegates' Assembly should be 12 weeks; the time of written notice of the agenda should be at least 6 weeks.

An extraordinary Delegates' Assembly must have representatives of at least fifty per cent of the National Societies who have voting rights present.

**6.3.5.** The Delegates' Assembly has the following functions and responsibilities:

- To receive the Annual Report of GAFÉIAS Executive Committee
- To discuss the general policy put forward by the Executive Committee,
- To discuss and approve the contribution to funds due to GAFÉIAS from the National Societies,
- To bring forward the views of the National Societies to the Executive Committee of GAFÉIAS,
- To elect to the Executive Committee GAFÉIAS Vice President, Secretary General and the Project Coordinator,
- To elect the one Delegate representative to the Court of Arbitration.

#### **6.4. The Advisory Council of GAFÉIAS**

This is composed of the chairs of Committees and Task Forces, the President of the environmental investments and sustainability related Section of the United Nations and the Dean and Vice Dean of the Global School of Environmental Investments and Sustainability and two representatives of other associations, corporations and governmental bodies.

It meets together with the members of the Executive Committee, at the time of the annual Congress of GAFÉIAS, and at such time as GAFÉIAS President requests, the time of written notification of the Agenda is normally at least 6 weeks. GAFÉIAS President chairs the meeting of the Advisory Council.



The Advisory Council is the scientific and strategic council of GAFÉIAS in matters of policy and long-term planning. It makes proposals on the aims and composition of Committees and Task Forces. Together with the Project Coordinator, it ensures the coordination and follow-up of activities of Committees and Task Forces and makes their conclusions available for the strategic planning of GAFÉIAS.

It may propose Honorary and Corresponding members to the Members' Assembly.

It may propose a historian to be appointed by the Executive Committee.

### **6.5. The Executive Committee**

The Executive Committee shall be composed of the following members:

1. The President of GAFÉIAS
2. The Vice President of GAFÉIAS
3. The Congress Manager of GAFÉIAS
4. The Secretary General of GAFÉIAS
5. The Treasurer of GAFÉIAS
6. The Congress Vice Manager of GAFÉIAS
7. The Director General (DG) of GAFÉIAS

**6.5.1. GAFÉIAS President** has the following functions and responsibilities:

- To act as the official representative of GAFÉIAS.
- To sign with the Secretary General or Treasurer appropriate documents for GAFÉIAS.
- To chair the Executive Committee and the Advisory Council and to be responsible for the short and long term planning of GAFÉIAS.
- To chair the Delegates' and Members' Assemblies. In case of early retirement or physical incapacity of GAFÉIAS President, GAFÉIAS Vice President takes Office immediately until the end of his/her own mandate.

**6.5.2. GAFÉIAS Vice President** has the following functions and responsibilities:

- To appreciate and become cognisant with the overall lines of policy and directions of GAFÉIAS as a whole.
- To help in period of transition between officers of the Executive Committee and to assist the President in officially representing GAFÉIAS.
- Upon request from the Executive Committee the Vice President can take on special tasks (including but not limited to the tasks in connection with the functions of the Executive Committee as described in article 6.6).

**6.5.3. The Congress Manager** of GAFÉIAS has the following functions and responsibilities:

- To chair the Scientific Committee and appoint its members.
- To invite Plenary, Highlight and other lecturers and session chairpersons.
- To design and chair the opening and closing ceremonies in collaboration with a Local Organising Committee to be nominated by the Congress Manager.

**6.5.4. The Secretary General** of GAFÉIAS has the following functions and responsibilities:

- To work in close collaboration with the Executive Secretariat and to supervise its work.
- To ensure that the correspondence of GAFÉIAS is appropriately dealt with and filed.
- To notify the Executive Committee, Advisory Council, Delegates and Members of the meetings with normally at least 6 weeks' notice.
- To send out the Agenda and Minutes of all Assemblies in good time.
- To record all resolutions passed by the Executive Committee, Advisory Council, Delegates' Assembly and Members' Assembly and to document the short and long term plans of GAFÉIAS in the Minutes of those meetings. The Minutes shall be signed by GAFÉIAS President and Secretary General.
- To be responsible for the Membership List with assistance of the Executive Secretariat.
- To circulate the nomination papers in good time.
- To be responsible Editor of GAFÉIAS web site and its content.

**6.5.5.** The **Treasurer** of GAFÉIAS has the following functions and responsibilities:

- To carry out the financial dispositions decided by the Executive Committee, and to keep accurate records thereof by the keeping of proper books of account with respect to the following:
- All sums of money received and expended by GAFÉIAS,
- All sales and purchases by GAFÉIAS,
- All assets and liabilities of GAFÉIAS,
- To report to the Executive Committee, the Advisory Council, Members' Assembly and Delegates' Assembly on the financial state of GAFÉIAS, through a written account of income and expenditure for the preceding 12 months together with a balance sheet made up at the same date, once yearly, and to propose the budget for the next year to the Executive Committee and the Members' Assembly.
- To submit these accounts to the Auditors.

**6.5.6.** The **Congress Vice Manager** of GAFÉIAS has the following functions and responsibilities:

- To participate and assist in the activities of the Congress Manager.
- To prepare for the following GAFÉIAS Congress for which he or she is responsible in accordance with the Congress Manager guidelines.

**6.5.7.** The **Director General** of GAFÉIAS has the following functions and responsibilities:

- To be responsible for coordinating the activities of the Committees and Task Forces and to actively make recommendations to the Executive Committee.
- To require and receive from the Chairpersons of Committees and Task Forces written activity reports which should indicate to what extent present goals have been reached.
- To present the budget and accounts of each Committee and Task Force to the Executive Committee.
- To receive proposals for new Committees and Task Forces and to advise the Executive Committee on the completion or termination of activity of Committees and Task Forces.

## **6.6. Functions of the Executive Committee**

The Executive Committee will be chaired by GAFÉIAS President.

It should meet at least once per year. GAFÉIAS President is responsible for calling a meeting and the Secretary General is responsible for notifying members of the Executive Committee of the date normally at least 6 weeks before a meeting is to take place, the agenda being presented two weeks in advance.

Decisions will be taken by simple majority vote. GAFÉIAS President will cast the deciding vote in case of a deadlock.

The Executive Committee can determine at its own discretion that meetings and the work of the Executive Committee concerning particular matters are confidential and must not be carried outside GAFÉIAS Executive Committee by any member.

The Executive Committee will be responsible for:

Establishing the broad policy guide-lines and forward planning for the Association and the overall budget of GAFÉIAS, including the Congress Budget.

Proposing membership fees and the level of contributions from Corporations, Associations and Governmental Bodies and administering the funds of GAFÉIAS.

Convening the Advisory Council, the Members' and Delegates' Assemblies and reporting its activities to them.

Carrying out the decisions of the Delegates' and Members' Assembly.

The decision to launch or dissolve Committees and Task Forces and to appoint Chairpersons and members thereof as appropriate.

Propose Honorary and Corresponding Members

Agreeing, by simple majority, in advance, liabilities above Euro 80,000.

## **7. The Auditors**

The accounts of GAFÉIAS shall be audited by two individual members appointed by the Members' Assembly and by an externally registered auditor, who is qualified as accountant, tax advisor or certified public accountant.

## **8. The Court of Arbitration**

The Court of Arbitration may be called by the President of GAFÉIAS on the advice of the Executive Committee to resolve all disputes arising within GAFÉIAS that cannot be solved by the organs or officers of GAFÉIAS. It shall be composed of three individual members:

- one chosen by the Members' Assembly,
- one chosen by the Delegates' Assembly and
- these two members shall choose a third acceptable to both, who shall act as Chair.

If no agreement is reached as to the choice of Chair, the choice of one of the alternative proposals shall be determined by lot. The Court of Arbitration shall then decide in matters of dispute as conscientiously as it can without being bound by fixed rules, but, if necessary, by majority vote.

## **9. Committees and Task Forces**

The purpose of Committees and Task Forces is to implement GAFÉIAS activity. Their function is governed by GAFÉIAS rules.

## **10. Nomination and Election Procedures**

### **10.1. Announcement of elections**

The Secretary General must circulate to all members at least 12 weeks before the Delegates' and Members' Assemblies of GAFÉIAS information about positions open for elections. All nominations for positions in the Executive Committee must be sent in writing to the Secretary General of GAFÉIAS, stating the name and affiliation of the person proposed, the office, the name and affiliation of the proposer and two seconders, who must all be from different nations represented in the Delegates' Assembly and that the consent has been obtained of the person who is proposed to undertake the position if elected. These nominations must be received by the Secretary General at least 9 weeks before the meeting of the Executive Committee at which such nominations for election are due, which will normally be at or about the time of the annual or regular meeting of GAFÉIAS.

Nominations may be made by any paid up member, delegate or the Executive Committee.

The Secretary General of GAFÉIAS must circulate to all Members and Delegates of GAFÉIAS, at least 6 weeks before the Members' and Delegates' Assemblies, the details of the nominations for officers of the Executive Committee, proposers and seconders, etc. as set out in this Bylaw.

No nominations will be accepted from the floor of the Delegates' Assembly or the Members' Assembly, except if no nominations have been received for an office or position.

### **10.2. Nominations to the Executive Committee**

These are undertaken according to the procedure set out above. Individual members nominated for the Executive Committee must be practicing or related to environmental investments and sustainability of economic, social and environmental spheres.

- **GAFÉIAS President, GAFÉIAS Vice President, GAFÉIAS Secretary General and GAFÉIAS Project Coordinator:**

These officers are elected by the Delegates' Assembly.

**GAFÉIAS President** is appointed on a four-year renewable term, renewable twice.

**GAFÉIAS Vice President** is appointed on a four-year renewable term, or taking office as GAFÉIAS President four years later for a four-year renewable term.

**GAFÉIAS Secretary General** is appointed for a four-year term, renewable twice.

The **Project Coordinator** is appointed for a four-year term, renewable once.

- **GAFÉIAS Congress Manager, GAFÉIAS Congress Vice Manager and the Treasurer:**

These officers are elected by the Members' Assembly.

The **Congress Manager** is appointed for a four-year term, renewable twice.

Designated **Congress Vice Manager** are chosen and elected by the Members Assembly. In exceptional circumstances, the Congress Vice Manager is taking over the office of the Congress Manager.

These elections should continue even if the Executive Committee decides not to hold a GAFÉIAS Congress one year.

The **Treasurer** is appointed for a four-year term, renewable twice.

All terms for renewal are subject to re-election.

### **10.3. Conflict of Interests Policy**

The nominees for positions in the Executive Committee and as Chairmen of Committees and Task Forces, shall upon nomination, and after being elected, annually or in case of a change, declare any mission, appointment or other tie that may risk or constitute any actual or potential conflict of interests in particular in connection with functions they may have in other organisations or in enterprises. They shall also disclose any potential damages that such risk may cause to GAFÉIAS.

In the event of a conflict of interests, the interest of GAFÉIAS shall have priority over interests and obligations of loyalty that a GAFÉIAS officer, as specified above, may have vis à vis third parties.

When in doubt, the issue should be submitted to an Ethics Committee for advice.

## 11. Indemnity

The Members of the Executive Committee and other Officers of the Association for the time being shall be indemnified out of the funds of the Society against all costs, charges, losses, damage and expenses which they shall respectively incur or be put to on account of any act, deed, matter or thing which shall be executed, done or permitted by them respectively in good faith in or about the execution of their respective offices **in concordance with the decisions of the GAFÉIAS HQ Executive Committee and according Bylaws and Rules of GAFÉIAS.**

### Expense Allowances and Salaries:

Members of the Board and other officers of GAFÉIAS provide their services in a volunteer capacity without receiving expense allowances from self-employment (e.g. commissions) or salaries based on employment contracts with GAFÉIAS.

In addition, however, there is the possibility that the members of the Executive Committee and other officers of GAFÉIAS obtain expense allowances or salaries equivalent to their activities within projects or enterprises of GAFÉIAS. The successful acquiring of project funds and the generation of corresponding revenues from product sales as well as for any subsequent follow-up activities (e.g. the performance of youth trainings) are prerequisite. Expense allowances and salaries are based on the applicable remuneration policies in their respective industries or collective agreements in Austria. In all other countries, each country's own benchmarks for expense allowances and provisions for salaries are defined. It is specifically in this context to point out that due to the non-profit-status of GAFÉIAS profit withdrawals are prohibited. The remaining overcome must be reinvested in community projects of GAFÉIAS in order to keep the charitable status.

## 12. Changes in Bylaws

Proposals to change the Bylaws can be made by the Executive Committee or by individual members. In the latter case, they must be lodged with GAFÉIAS President in writing not later than 12 weeks before the Annual Meeting of the Members' Assembly and must be supported by at least 100 members. Such proposed changes must be submitted for advice to a Constitution Committee and be on the Agenda for discussion by both the Delegates' and Members' Assemblies where the changes must receive a two-thirds majority of those present in both Assemblies.

### **13. Dissolution of GAFÉIAS**

The voluntary dissolution of GAFÉIAS may be approved if proposed as a resolution in writing to the Executive Committee by at least one half of the delegates, and then is only valid if it is agreed by three-quarters of all members present.

In the event of dissolution of the Society, or should the Society change its objectives and no longer fulfils the criteria of section 34 Federal Fiscal Code (BAO) a properly qualified lawyer should be appointed as liquidator and any assets remaining, after settlement of all financial commitments for the Society and including the fees due to the liquidator, shall then be given to such Societies or organisations with similar objectives and, as GAFÉIAS, fulfilling the criteria of section 34 Federal Fiscal Code (BAO) at the sole discretion of the Executive Committee.



# GAFÉIAS RULES

[Geschäftsordnung] – English version

## The Rules of the Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres

Approved at the Delegates Assembly, Vienna, October 30, 2009

Approved by the Members Assembly, Vienna, October 30, 2009

1. The Rules of GAFÉIAS
2. Objectives of GAFÉIAS
3. Membership Fees
4. Delegates
5. The Executive Committee
6. Task Forces and Committees of GAFÉIAS
7. Changes in Rules
8. GAFÉIAS Congress - A Code of Practice

### 1. The Rules of GAFÉIAS

These rules are designed to extend the Bylaws of GAFÉIAS and set out codes of practice. National Societies related to environmental investments and sustainability, or in the absence of such a society the recognised section related to environmental investments and sustainability or in the absence of both aforementioned bodies, the national body related to specialisation in environmental investments and sustainability that has members of GAFÉIAS may apply to the Executive Committee of GAFÉIAS for full delegate status. The decision must be endorsed by the Delegates' Assembly.

### 2. Objectives of GAFÉIAS

**2.1.** GAFÉIAS should act as an advisory body of experts and guide global activities concerning regulatory affairs (environmental investments and sustainability of economic, social and environmental spheres).

**2.2.** GAFÉIAS should promote the development of environmental investments and sustainability on Earth in all its aspects so that its performance is generally up to the state of the art. The Global School of Environmental Investments and Sustainability is GAFÉIAS body dedicated to education on environmental investments and sustainability. Coordinate with the environmental investments and sustainability sections of the United Nations are encouraged.

**2.3.** GAFÉIAS may set up Committees and Task Forces to meet objectives defined by the Executive Committee with the help of the Project Coordinator.

**2.4.** GAFÉIAS must protect and promote its intellectual property.

**2.5.** The Global Journal of Environmental Investments and Sustainability of Economic, Social and Environmental Spheres (GJEIS - GLOBAL JOURNAL OF ENVIRONMENTAL INVESTMENTS AND SUSTAINABILITY OF ECONOMIC, SOCIAL AND ENVIRONMENTAL SPHERES) is the official organ of GAFÉIAS.

**2.6.** GAFÉIAS confers the **Antinous Prize** for the best performances through all sections of GAFÉIAS during the annual congress.

**2.7.** The participation of GAFÉIAS in and the establishment and acquisition of enterprises and companies worldwide are permitted. GAFÉIAS may become member of associations and set up associations.

### **3. Membership Fees**

**3.1.** An annual membership fee is to be paid by Governmental Bodies and lesser fees by Corporations, Associations, Entrepreneurs, Employees, Junior Start Ups and Students, the amounts to be proposed initially by the Executive Committee. The National Societies also pay an annual fee. Any change in membership fee proposed by the Executive Committee must receive a simple majority at both the Delegates' and Members' Assemblies. This fee shall be paid to GAFÉIAS not later than the end of November of the preceding year. Delaying payment causes immediate suspension of the delivery of the **Global Journal of Environmental Investments and Sustainability of Economic, Social and Environmental Spheres (GJEIS - GLOBAL JOURNAL OF ENVIRONMENTAL INVESTMENTS AND SUSTAINABILITY OF ECONOMIC, SOCIAL AND ENVIRONMENTAL SPHERES)**.

**3.2.** Any member failing to pay his or her fee during 3 years in spite of two warnings shall lose his or her membership. The reminders, for which a record of posting will be made, shall stipulate a time limit of payment of within not more than eight weeks.

Corporation members shall pay such a fee as appears appropriate to their interest in encouraging GAFÉIAS and their economic circumstances as agreed by the Executive Committee.

**3.3.** Special financial arrangements may be accepted for some countries with difficulties in transferring funds.

#### **4. Delegates**

**4.1.** If a state is not represented in two consecutive Delegates' meetings (Delegates' Assembly or extraordinary Delegates' Assembly), the President shall contact the National Society or recognised section of Environmental investments and sustainability or the national body for specialisation in Environmental investments and sustainability in question and mention that the National Delegate (or the deputy National Delegate) is expected to be present at the third consecutive meeting. Failure to attend then will lead to the demotion of the National Delegate (or the deputy National Delegate) to non-voting observer at the next Delegates' meeting that the National Delegate (or the deputy National Delegate) attends, returning to full voting Delegate status at the next Annual Delegates' Assembly after that which the National Delegate (or the deputy National Delegate) attended.

**4.2.** If a National Society or recognised section of Environmental investments and sustainability or the national body for specialisation in Environmental investments and sustainability does not pay the appropriate contribution to GAFÉIAS, approved by the Delegates' Assembly, the President shall write to the appropriate body as above and state that failure to pay the appropriate approved contribution to GAFÉIAS within two months of receipt of the President's letter will demote their state to non-voting observer status only.

The Delegate of the appropriate body representing the state may appeal to the Court of Arbitration. Restitution of the full funds due to GAFÉIAS will allow the Delegate of the appropriate body representing the state to return to the Delegates' Assembly, initially as non-voting observer and after a further year as full voting Delegate in the Delegates' Assembly.

**4.3.** If a National Delegate is not retired after the appropriate duration of office as set out in Bylaw 6.3, he or she will subsequently have non-voting observer status only.

#### **5. The Executive Committee**

**5.1.** The Executive Committee should promote Environmental investments and sustainability and undertake the appropriate public relations. The Executive Committee may appoint a professional staff to assist in all its activities.

**5.2.** The Executive Committee is responsible for the overall organization of the annual Congress of the Global Association for Environmental Investments and Sustainability of Economic, Social and Environmental Spheres and supports the Congress Manager in his/her role as defined in the Bylaws.

**5.3.** The Secretary General and the Treasurer of the Executive Committee should not leave the Executive Committee at the same time and one or the other may be granted an extra year in office to prevent this happening.

**5.4.** GAFÉIAS President is appointed as Honorary Editor of the Global Journal of Environmental Investments and Sustainability of Economic, Social and Environmental Spheres (GJEIS - GLOBAL JOURNAL OF ENVIRONMENTAL INVESTMENTS AND SUSTAINABILITY OF ECONOMIC, SOCIAL AND ENVIRONMENTAL SPHERES) during his/her time of Office.

**5.5.** Members of the Executive Committee should belong to different countries.

**5.6.** Officers of the Executive Committee may resign from office before their term is completed on giving three months' notice in writing to GAFÉIAS President or GAFÉIAS Secretary General.

**5.7.** The Executive Committee can co-opt observers to participate in its meetings.

## **6. Committees and Task Forces of GAFÉIAS**

**6.1.** Committees and Task Forces can be formed - to help meet the objectives of GAFÉIAS - and terminated when necessary by the Executive Committee.

Committees are composed of a small group of members chosen by their Chair and the Project Coordinator with the approval of the Executive Committee. Committees are concerned with long term issues.

Task Forces are open to members willing to perform a specific task in a given period of time defined by the Executive Committee (maximum three years).

Members of Task Forces and Committees should represent several countries.

Chairs of Committees and Task Forces are appointed by the Executive Committee.

They report on their activities twice a year to the Project Coordinator who informs the Executive Committee, Advisory Council, Delegates' and Members' Assemblies.

Task Forces and Committees must propose a yearly budget to the Project Coordinator who presents it to the Executive Committee for approval. The Treasurer should assist with advice in this matter.

A work in progress and financial report must be submitted annually for approval. Time and space allocation for Committee and Task Force activity during the Annual Congress must be planned with and agreed by GAFÉIAS Executive Secretariat who should seek to support this planning process.

## 6.2. The Constitution Committee

This Committee will be set up by the Executive Committee when changes in Bylaws and Rules are considered.

The chair and members of the Constitution Committee are nominated by the Executive Committee to whom they must report in writing within six months.

The Secretary General of GAFÉIAS should liaise with the Constitution Committee without being a formal member.

The Constitution Committee of GAFÉIAS has the following functions and responsibilities:

- To report on the working of the Bylaws and Rules of GAFÉIAS.
- To consider proposed amendments to the Bylaws and Rules as necessary, subject to Bylaw 12.
- To undertake the careful wording and evaluate the effects of the proposed amendments taking particular note that they do not conflict with the Bylaws or other Rules of GAFÉIAS.

## 6.3. The Ethics Committee

The committee comprises five members of GAFÉIAS of different nationality - two being appointed by the Members' Assembly, two by the Delegates' Assembly and one by the Executive Committee. The Ethics Committee should be asked for advice and recommendation on issues with ethical implications in the life of GAFÉIAS - including matters of actual or potential conflict of interests or unethical conduct of GAFÉIAS Officers or Members and any consequences thereof that may result in harm to GAFÉIAS.

## 7. Changes in Rules

Proposals to change the Rules can be made by the Executive Committee or by individual members. In the latter case, they must be lodged with GAFÉIAS President in writing not later than twelve weeks before the Members' Assembly and must be supported by at least 100 members. Such proposed changes in the Rules must not conflict with the Bylaws and must be submitted for advice to a Constitution Committee and be on the Agenda for discussion by both the Delegates' and Members' Assemblies where the changes must receive a two-thirds majority of those present in both Assemblies.

## **8. GAFÉIAS Congress - A Code of Practice**

The Congress sites and venues must be approved by the Members' Assembly upon detailed proposal by the Executive Committee. The choice of a Congress venue should take into account financial and infrastructure aspects but also the opportunity to promote Environmental investments and sustainability. The Congress Manager must sign the Congress Manager Guidelines.

GAFÉIAS Congress will be held on an annual or regular basis to meet the objectives of GAFÉIAS. The meetings of all Committees and Assemblies of GAFÉIAS will take place at or around the time of the Annual Congress. The duties and responsibilities of the Congress Manager are set out in the Congress Manager's Guidelines.

### **8.1. Congress Finances**

The Executive Committee is responsible for the Congress budget.

The congress fees have to be approved by the Executive Committee of GAFÉIAS. Fees for the members of GAFÉIAS must be less than those for non-members.

The financial status in relation with the budget must be regularly approved by the Executive Committee.

### **8.2. Opening and Closing of GAFÉIAS Congress**

The Congress Manager will formally open and close the Congress and open the Exhibition. The President of GAFÉIAS should give an address to the participants at the opening and/or closing ceremonies. The President of the local National Society is invited to participate in these ceremonies.

### **8.3. GAFÉIAS Congress Programme**

Attempts should be made to introduce continuity in the year to year programme organisation in terms of pre-Congress teaching courses, sessions, seminars or round tables Task Force organized sessions, and in other ways.

### **8.4. The Congress President**

He or she chairs the Scientific Committee which is composed of members from different countries and complementary expertise and is responsible for the general scientific organisation and themes of the Congress.

### **8.5. The Congress Scientific Committee**

The Congress Scientific Committee has the following functions and responsibilities:

To ensure proper scientific and anonymous scoring of all works submitted for presentation to the Scientific Programme.

To select abstracts for either oral or poster presentation

To choose from within the Scientific Committee three members as jury for the Antinous Award (as set forth in the guidelines of the Antinous Fund).

### **8.6. Scientific Presentations**

All abstracts accepted for the Scientific Programme should be published in the Global Journal of Environmental Investments and Sustainability of Economic, Social and Environmental Spheres (GJEIS - GLOBAL JOURNAL OF ENVIRONMENTAL INVESTMENTS AND SUSTAINABILITY OF ECONOMIC, SOCIAL AND ENVIRONMENTAL SPHERES).

An effort to avoid duplication of published material should be made. The working language is English.

The Congress President should determine before the meeting of the Scientific Committee the absolute number of oral presentations and posters that can be accepted, given the nature of the Congress Centre, the rooms, publication requirements and the time available.

### **8.7. Invited Speakers**

It is the right of the Congress Manager to choose the invited speakers. The Congress Manager should consider suggestions from the Congress Scientific Committee. The overriding consideration should be the individual scientific standing of the nominee and the appropriateness of his contribution to the theme of the meeting. Emphasis should be placed on the selection of scientists. Only if the contribution is thought outstanding or unique, should overseas guests be invited to proffer scientific work.

The Congress will, however, remain an open forum for international scientific discussion, where colleagues from all over the world are encouraged to submit their work to the Congress Scientific Committee.

### **8.8. Session Chairs**

There should be a minimum of two Chairs per session. It is the right of the Congress Manager to appoint these.

### **8.9. Posters**

Posters should be displayed throughout the time of the Congress.