



STATUTES

Chapter I

Name – Purpose – Registered Office – Capital

Article 1

The "European Scout Foundation" ("Fondation Européenne de Scoutisme", "Europäische Pfadfinderstiftung") is a foundation governed by articles 80 et seq. of the Swiss Civil Code and the present statutes. The Foundation is registered in the Register of Commerce and placed under the supervision of the competent authority. Its duration is indeterminate.

Article 2

The purpose of the Foundation is to contribute to the development of Scouting in Europe, notably by providing it with necessary financial means for its activities.

Article 3

The registered office of the Foundation is in Geneva. In agreement with the supervisory authority, the Board may decide at any time to relocate the registered office of the Foundation to any other place in Switzerland.

Article 4

The initial capital of the Foundation is CHF 10,000 (ten thousand Swiss Francs). The Foundation reserves the right to increase the capital at any time. Only the revenue from the initial capital of the Foundation may be used in accordance with the purpose of the Foundation.

The Foundation shall seek to obtain donations and legacies from third parties and to spend these means in accordance with the instructions of the donors, in line with the purpose of the Foundation.

The Foundation shall also be entitled to acquire properties, ensure their management, and sell them, rent them in whole or in part or put them at disposal, in accordance with the purpose of the Foundation.

Article 5

The organs of the Foundation shall be:

- a) The Board of the Foundation
- b) The Executive Committee (optional)
- c) The Executive Director
- d) The Auditing Body

Chapter II

The Board of the Foundation

Article 6

The Foundation shall be administered by a Board composed of at least five persons. The members of the Board shall be worthy of representing European Scouting and shall promote the work of the Foundation within their local, national and international communities.

Insofar as a European Scout structure shall exist within the framework of the World Organization of the Scout Movement, the European Scout Committee has the right to appoint two members of the Board, one of such members has to be a member of the European Scout Committee (ex officio member). In addition, the Board shall be completed by co-option.

The ex officio member of the Board who is a member of the European Scout Committee shall sit on the Board for the duration of his/her term as member of such committee.

The other members of the Board shall be appointed, elected or co-opted for a four-year term and shall be eligible for re-election. All elections shall be made on the basis of the absolute majority of Board members.

Article 7

The Board of the Foundation shall appoint a Chairman, Vice-Chairman and a Treasurer from among its members for a four-year term. These persons and other designated members of the Board, if any, constitute the Executive Committee should the Board decide to appoint such a committee.

Article 8

The Board of the Foundation is the supreme authority of the Foundation. It rules on all the affairs of the Foundation, and approves its programme of activities and annual budget.

The Board of the Foundation shall have the sole authority to decide on the financial objectives, the appropriate strategies for achieving those objectives, and the use of funds allocated to the Foundation, in accordance with the purpose and principles of the World Organization of the Scout Movement.

The Board of the Foundation shall enact the regulations necessary for the proper running of the Foundation.

Article 9

The Board of the Foundation shall represent the Foundation to third parties. It shall appoint the persons who shall be authorised to sign legitimately on behalf of the Foundation and shall decide on the method of signing.

The Board may confer the right of collective signature on several of its members or to third parties. This delegation of power shall always be revocable.

Article 10

In order to take legitimate decisions, the presence of one half of the members of the Board shall be required. Members of the Board who do not attend a meeting of the Board may vote by correspondence or by appointing another member of the Board as his or her proxy. The votes made by proxy shall count as votes made by members present.

The Board shall adopt decisions on the basis of a simple majority of the votes expressed. In the event of a tie, the Chairman shall have the casting vote.

Outside meetings, the Board of the Foundation shall adopt decisions by correspondence, as defined in the regulations.

Article 11

The Board shall meet as often as the affairs of the Foundation so require, but, in any event, at least once a year.

The Chairman shall convene meetings of the Board in writing, at least one month before the scheduled date of the meeting. Meetings of the Board may be convened at the request of one third of the members of the Board.

The agenda and papers for consideration shall be sent to all members of the Board at the same time as the invitation to the meeting.

Minutes of the decisions of the Board shall be taken. These minutes shall be signed by the Chairman and Executive Director.

The members of the Board and Executive Committee shall serve on a voluntary basis.

Article 12

The Board of the Foundation may establish a Committee of Patrons to support it. The Board shall define the rights and obligations of such a committee.

Chapter III

The Executive Committee

Article 13

The Executive Committee shall be composed of the Chairman, Vice-Chairman, Treasurer and other members appointed by the Board, in accordance with Article 7.

Article 14

The Executive Committee shall be responsible for ensuring the implementation of the decisions taken by the Board of the Foundation. The Executive Committee shall actively contribute to fund-raising efforts. It shall seek potential donors and develop the strategies necessary for obtaining donations in line with the purpose of the Foundation. The Board may delegate other powers and duties to the Executive Committee.

Article 15

The Committee shall meet as often as the affairs of the Foundation so require, but, in any event, at least once a year.

The Chairman shall convene meetings of the Committee in writing, at least one month before the scheduled date of the meeting.

Chapter IV

Executive Director

Article 16

The Board of the Foundation may appoint an Executive Director, in agreement with the European Committee of the World Organization of the Scout Movement. The Executive Director shall report to the Board of the Foundation and shall be supervised by the Chairman.

The Executive Director shall attend the meetings of the Board of the Foundation and of the Executive Committee on a consultative basis and take the minutes of those meetings. He is responsible for the provision of administrative and staff support.

Chapter V

Auditing Body

Article 17

Each year, the Board of the Foundation shall appoint from outside its members one or more qualified auditors to verify the accounts of the Foundation and to prepare a written report on the balance sheet and accounts of the Foundation, as well as on its conformity with the statutes and regulations.

Chapter VI

Annual Accounts – Report – Dissolution

Article 18

The financial year of the Foundation shall be determined by the Board.

Article 19

Each year, the Board of the Foundation shall prepare a written management report, including the annual report and annual accounts (statement of income and expenditure and balance sheet). A copy signed by the Chairman and Executive Director shall be submitted to the supervisory authority.

Article 20

In the event that the purpose of the Foundation can no longer be realised, the Board of the Foundation may decide to wind up the

Foundation or to merge it with a body of a similar aim, having obtained the prior agreement of the supervisory authority.

The assets of the Foundation may not be returned to the Founder and shall be transferred to a body with a similar aim, the World Scout Foundation being the preferred beneficiary.

Geneva, December 6, 2008

Closing remark

Colonel Kenneth McIntosh (1893-1982), energetic promoter of the United States Foundation for International Scouting (USFIS) and most generous supporter of the Scout Movement in Europe, later Honorary Chairman of the Foundation (1981), asked his representative in Switzerland, Arthur Eugster, St. Gallen, to act on his behalf as "Founder" of the European Scout Foundation, which was established on 21st August 1974. The foregoing statutes were modified and completed on the basis of the original Foundation Deed by the "Founder" and the Board of the Foundation on 11th May 1997 and subsequently submitted to the Swiss Supervisory Authority for approval.

The legally binding version of these statutes is the French version.