

Association for plant breeding for the benefit of society (APBREBES)

Statutes

**Adopted by the APBREBES Constituent Assembly in Geneva, July 13, 2009.
Amended by the Assemblies on 23rd July 2018 and on 4th November 2020.**

Article 1: Name and Legal Seat

The Association for plant breeding for the benefit of society (APBREBES) is an international non-profit association under Swiss law (Article 60ff. of the Swiss Civil Code) with its legal seat in the Canton of Geneva

Article 2: Purpose

The purpose of APBREBES is to promote plant breeding for the benefit of society, fully implementing farmers' rights (including those of small and marginal farmers) on plant genetic resources and promoting biodiversity. This will be done through exchanging information and critical analysis of current frameworks for plant breeding and their various implications, especially amongst members. This will facilitate farmer and citizen involvement in local, national, regional and international decision-making processes, dialogues and debates that affect the development of plant breeding frameworks.

APBREBES has competence in areas of direct relevance to matters governed by the UPOV Convention and other relevant Treaties and national law.

Article 3: Resources

APBREBES's resources will be derived from donations and grants received from individuals, UN agencies and any other national, regional or international organizations.

The Association may accept in-kind donations or gifts such as furniture, equipment, books, reading material etc.

The resources shall be used to further the purpose and aims mentioned in Article 2.

Article 4: Membership

Membership of APBREBES can be granted to not for profit entities and individuals with competence in areas directly relevant to matters governed by the UPOV Convention and other relevant Treaties and national law. There is the possibility to be a full member or an associated member. Associated members have no voting rights and cannot be elected as

Board members.

Applications for membership are to be sent to the APBREBES Board. A membership application must be sponsored by a current APBREBES member organisation, preferably one from the same country or region of the applicant. An applicant is accepted as member organisation if at least two-third of the members represented at the Assembly agree to the membership.

The Assembly may terminate the membership if a member is found to be working against the purpose of APBREBES. At least a two-third majority of the members present or represented is required for membership termination.

Each member has one vote at the Assembly. Voting by proxy is allowed. Each delegate can represent a maximum of two other members, and a written mandate is required.

A member may withdraw or resign from the membership of the APBREBES by submitting a written application and shall be effective from the date of received by the APBREBES Board.

Article 5: Rights and Obligations of members

Membership of the Association gives the right to participate and to vote in all meetings of the Association.

In no case may a member express themselves on behalf of another member of the Association, or on behalf of the Association, on policy matters.

Article 6: Assembly of the Association

A regular Assembly of the Association is to be held at least once every second year (General Assembly). It shall be convened by the Board with a minimum of 30 days notice.

The Assembly of the Association has following powers:

- election of the president
- election of the Board members;
- election of the auditor(s);
- acceptance of the report by the Board of activities of the past year(s);
- acceptance of the report of the auditors;
- acceptance of the new members with two-third majority of the members represented;
- expulsion of a member with two-third majority of the members represented;

- amendments of the Statutes of the Association with two-third majority of the members represented.

Further Assemblies may be convened by the Board. If at least one-third of the members request an Assembly the board must convene an Assembly. Any member organisation may submit proposals for consideration to the Assembly. Proposals must be received by the Board at least 14 days before the Assembly. The agenda must be sent by the Board to all members at the latest 7 days before the Assembly.

The Board may convene an Extraordinary General Assembly, with at least 7 days notice given to the member Organizations.

The General Assembly including the Extraordinary session shall be considered valid regardless of the number of members present.

Article 7: Board

The Board is composed of a minimum of three and a maximum of five members. The Board members are elected by the Assembly for a term of two years. The Board has the general responsibility for the daily business of the Association in between General Assemblies.

The Board members work on a volunteer basis and as such can only be reimbursed for their actual expenses and travel costs. Potential attendance fees cannot exceed those paid for official commissions. For activities beyond the usual function, each Board member is eligible for appropriate compensation.

Decisions of the Board shall be taken by consensus by participating Board members. The paid employees of the Association shall not have a vote on the Board.

The Board has no mandate to make policy, or to represent the Association's member organisations in policy matters.

Article 8: Auditors

There shall be at least one internal auditor(s) with responsibility to audit the APBREBES accounts before each General Assembly and report the findings. The auditor(s) shall be elected by the General Assembly for 2 years. Auditor(s) cannot be members of the Board.

Article 9: Membership Fees and Accountancy

There is no Membership fee.

Neither the Board nor the member organisations are liable for the obligations of the Association. The fiscal year is the calendar year.

Article 10: Dissolution of the Association

The Association can be dissolved by two-third majority of the member organisations represented at an Assembly of the Association.

Should the Association be dissolved, the available assets should be transferred to a non-profit organization pursuing public interest goals similar to those of the Association and likewise benefiting from tax exemption. Under no circumstances should the assets be returned to the founders or members. Nor should they use a part or a total of assets for their own benefit.

Article 11: Signature and representation

The Association is legally bound by the signature of a Board member as agreed by the Board.