



STATUTES

of CIPRA International

July 2021

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Preamble

The Alps are the largest continuous mountain range in central Europe. A unique beauty and ecological diversity characterise this living space, economic area and cultural region distinguished by a special natural environment, culture and history.

The Alpine region comprises both economically advanced regions, with mostly high and steadily rising demands by the population on the region's natural assets, and economically poorly structured regions, some of which have to contend with considerable and worsening environmental problems.

That is why ecological requirements are to be prioritised over economic interests to ensure long-term conservation and improvement of the natural environment and to shape the Alps as a living space, economic area, natural environment and area of recreation. In this context the inner-Alpine needs of the local population are to take priority over outside demands. Safeguarding the population's natural basis of existence within and outside the Alpine region requires the strict observation of the precautionary and polluter pays principle as well as the observation of the goals of a sustainable development.

Section 1: Name, organisation, objectives, activities

Art. 1: Name and legal form

The name CIPRA International (Commission Internationale pour la Protection des Alpes, Internationale Alpenschutzkommission, Commissione Internazionale per la Protezione delle Alpi, Mednarodna komisija za varstvo Alp) denotes a non-denominational, politically independent and supranational association pursuant to Section 246 of the Liechtenstein Civil Status and Company Law.

The association is registered with the Liechtenstein Public Registry.

CIPRA International is the owner of the name and Corporate Identity of CIPRA.

Art. 2: Domicile

CIPRA International is headquartered in Schaan in the Principality of Liechtenstein.

Art. 3: Languages

CIPRA International's official languages are German, French, Italian and Slovenian.

English can be used for simplification as well as for external communication and for the publication of certain documents.

Art. 4: Financial year

The financial year is based on the calendar year.

Art. 5: Non-profit-making status



CIPRA International exclusively and directly pursues non-profit-making purposes as defined by the Tax and Fiscal Code (Section 259 of the Liechtenstein Civil Status and Company Law); CIPRA-International allocates its funds only for purposes in accordance with its Statutes.

Art. 6: Objectives

The objectives of CIPRA International are to preserve and safeguard the natural basis of existence, the achievement potential of the eco-system, the beauty and the diversity of the landscape, and the rich cultural legacy in the Alpine region, including the pre-Alps, as well as the sustainable development of the Alpine region in the European context.

CIPRA International is particularly committed to the implementation and further development of the "Convention on the Protection of the Alps (Alpine Convention)" and its protocols.

It supports and co-ordinates the concerted efforts and actions of its member organizations taking into account the subsidiarity principle.

The implementation of the SDGs (Sustainable Development Goals) is a top priority also for the Alpine region and of CIPRA's concern.

CIPRA International supports the efforts of parliaments and governments of states and regions with an Alpine component, including their working communities, the Council of Europe, the European Union and other relevant governmental and non-governmental organisations that pursue the above objectives.

Art. 7: Fields of activity

CIPRA International is solution-oriented and particularly concerned with:

- a) Issues relating to the protection and development of nature and landscape; the conservation of cultural diversity; regional planning and land development including the use of natural bases of existence; the development of housing, economic activities and infrastructure; leisure and recreation; tourism; transport; energy generation and utilisation in the Alpine region;
- b) Issues relating to research, education, awareness raising, information and documentation as defined by the objectives.
- c) The participation of all people in the development of the Alpine region and the strengthening of the representation of mountain regions in politics.

Art. 8: Measures

Concrete measures to achieve the objectives include in particular:

- a) Development, co-ordination and implementation of common priority themes, together with its member organizations
- b) Advising decision makers responsible for the Alpine region;
- c) Co-operating with public and private institutions, organisations, companies and people to reach the goals mentioned in Art. 6 and 7 and implement activities;
- d) Exchanging expertise and experience between different legal, linguistic and cultural areas;
- e) Preparing and staging symposia;
- f) Circulating technical information;



- g) Promoting environmental awareness and environmental education;
- h) Doing public relations work;
- i) Developing resolutions and declarations and submitting recommendations on topical issues
- j) Participating in concepts, conventions, agreements and measures in keeping with the objectives.
- k) Promoting and nurturing regional and local cultural particularities;
- l) Formulating, co-ordinating and conducting application-orientated research projects in the areas listed under Art.7 lit. a):
- m) Involving young people with regard to all plans and proposals that affect their interests;
- n) Initiating the involvement of young people in other non-governmental organisations and governmental organisations in the Alpine region and advising them in such involvement.
- o) Establishing and managing holding companies for the implementation of the above-mentioned association purposes.

These measures may be undertaken in cooperation with the members, other organisations, institutions or individuals.

Section 2: Membership

Art. 9: Membership types

CIPRA International has:

- a) Ordinary Members,
- b) Extraordinary Members,
- c) Sponsoring Members,
- d) Honorary Members.

CIPRA International maintains a publicly accessible register of all its members according to the relevant laws.

Art. 10: Ordinary Members

Only one Ordinary Member may be admitted from each Alpine State.

The members are associations of organisations with objectives like-minded with those of CIPRA; they may also comprise representatives of research and science, local authorities, sponsors and all other interested agencies and individuals.

The Assembly of Delegates decides on the motion for admission as Ordinary Member by a two-thirds majority.

Art. 11: Name and legal form of Ordinary Members

The Ordinary Members use the name CIPRA in combination with the name of the state concerned.

The Ordinary Members select the legal form most appropriate to achieving CIPRA's objectives and conduct their own organisational matters.



They should endeavour to be recognised as a non-profit-making organisation.

Art. 12: Extraordinary Members / regional representatives

Non-governmental umbrella organisations of non-Alpine states which support the objectives of CIPRA International in accordance with Art. 6 may become Extraordinary Members.

Regional and/or supra-regional representatives may also be admitted as Extraordinary Members by agreement with the relevant Ordinary Member. The provisions according to Art. 10 for Ordinary Members apply accordingly to regional representatives.

The Assembly of Delegates decides on the motion for admission as Extraordinary Member by a two-thirds majority.

Art. 13: Cooperation among Members

The Ordinary and Extraordinary Members are to co-ordinate activities which have repercussions on other countries with the ordinary and extraordinary members of the countries concerned.

In the case of differences of opinion in cross-border matters they accept the majority resolutions of the Assembly of Delegates of CIPRA International.

Art. 14: Sponsoring Members

At the request of the Executive Board the Assembly of Delegates may admit legal and natural persons as Sponsoring Members by a two-thirds majority vote.

Sponsoring Members undertake to promote materially or immaterially the objectives and tasks specified in these Statutes.

Sponsoring Members have no voting right in the CIPRA International bodies.

Art. 15: Honorary Members

At the request of the Executive Board the Assembly of Delegates may admit natural persons as Honorary Members by a two-thirds majority vote.

Honorary Members have no voting right in the CIPRA International bodies.

Art. 16: Membership fees

Ordinary and Extraordinary Members pay the membership fee adopted by the annual Assembly of Delegates as a minimum annual fee.

The fee is due at the end of March for the ongoing year. Any arrears due shall be settled first.

The voting right of an Ordinary Member or Extraordinary Member may be suspended if said member is in arrears by at least one annual fee.

No fixed fee is due by Sponsoring or Honorary Members.

The Association's liability is limited to its own assets. The members' liability is limited to the membership fee.

Art. 17: End of the membership

Membership ends upon the dissolution or death of a member or with a notice of resignation,



provided such notice is received in writing at the latest by 30 September for the end of the calendar year.

In case of repeated and/or serious violation of these statutes of CIPRA International, the Presiding Committee may decide by a two-thirds majority to expel a member. The member concerned must be heard before the decision is taken; the member can demand an assessment by the Assembly of Delegates, whose decision shall be final.

A resigning Ordinary or Extraordinary member must hand over all documents and financial resources required for the continuation of business in full and in an orderly manner to the legal successor or to the President of CIPRA International if not regulated otherwise in the national legal requirements.

Section 3: Organisation

Art. 18: Bodies

CIPRA International comprises the following bodies:

- a) Assembly of Delegates
- b) Presiding Committee,
- c) Executive Board,
- d) Auditor.

Art. 19: Assembly of Delegates

The Assembly of Delegates is CIPRA-International's supreme body. It is made up of the delegates of the Ordinary and Extraordinary Members and meets at least once a year. It is to be convened by the President or, in the case of a co-presidency, by both Presidents, in writing, by post or e-mail, at least six weeks in advance, giving official notice of the draft Agenda, and chaired by the President.

Additions to the Agenda can be proposed by each member and are to be communicated in written form to the directors at least three weeks in advance. Further additions may be adopted at the Assembly of Delegates, provided their urgency is recognised by a two-thirds majority of the delegates present.

Extraordinary Assemblies of Delegates are to be convened if petitioned by at least three Ordinary Members.

Minutes of all resolutions adopted at each Assembly of Delegates are to be taken.

Should a public announcement be required, it shall be made in due legal form.

Art. 20: Voting rights at the Assembly of Delegates

Each Ordinary Member is entitled to six seats in the Assembly of Delegates. Ordinary Members shall strive for a balanced representation in gender and regional provenance when nominating their delegations.

Extraordinary Members have two seats each in the Assembly of Delegates.

Ordinary Members and Extraordinary Members appoint their delegates; deputy delegates can be appointed without restriction; delegates and their deputies are to be made known to the CIPRA



International office in writing at the latest two weeks before the Assembly of Delegates.

Sponsoring Members are to appoint one representative per member, and attend in an advisory capacity.

Sponsoring Members and Honorary Members have the right to speak, but have no voting rights.

The Executive Board may allow observers at the Assembly of Delegates.

Each delegate has one vote. Proxy voting is not permitted.

In strictly limited exceptional cases, the Assembly of Delegates may meet in the form of a virtual conference.

Art. 21: Duties of the Assembly of Delegates

The duties of the Assembly of Delegates are as follows:

- a) to elect the Executive Board and the Auditor for a term of three years each; both the Executive Board and the Auditor remain in office until such time as a successor has been elected; should a person withdraw from office prematurely, a substitute is elected at the next Assembly of Delegates, the substitute to remain in office until the regular election is held; until this Assembly of Delegates is held, the Presiding Committee can appoint a provisional representative;
- b) to approve the representative of the Youth Council in the Executive Board
- c) to approve the work programme and the budget;
- d) to adopt resolutions and declarations;
- e) to receive and debate the annual reports of CIPRA International, the Ordinary and Extraordinary members and the Sponsoring Members;
- f) to give formal approval of the Executive Board;
- g) to adopt the fees for Ordinary and Extraordinary Members, to approve the annual accounts and to give formal approval of the Treasurer and Auditor;
- h) to adopt Orders of Procedure for the executive office;
- i) to approve the minutes of all resolutions adopted at the previous meeting.
- j) to accept new Ordinary and Extraordinary Members and Sponsoring Members by two-thirds majority at the request of the Executive Board.
- k) to appoint individual persons as honorary members by two-thirds majority at the request of the Executive Board.
- l) to decide about the exclusion of a member with a two-third majority.
- m) to confirm the director(s) with single majority.
- n) to decide about the establishment and liquidation of holding companies according to §8 o

The Assembly of Delegates can delegate any task in specific cases to the Presiding Committee.

Art. 22: Presiding Committee

The Presiding Committee consists of the Executive Board and two representatives of each of the Ordinary Members as well as one representative of each Extraordinary Member.

The Presiding Committee meets at least once a year. It is convened by the President or, in the case of a co-presidency, by both Presidents, in writing, by post or e-mail, at least four weeks in



advance, giving official notice of the Agenda.

Additions to the Agenda can be proposed by each member or its representative at least two weeks in advance to the meeting. Further additions may be adopted at the Presiding Committee meeting, provided their urgency is recognised by a two-thirds majority of the members of the Presiding Committee present.

Should a public announcement be required, it shall be made in due legal form.

In strictly limited exceptional cases, the Presiding Committee may meet in the form of a virtual conference.

Art. 23: Duties of the Presiding Committee

The Presiding Committee may negotiate all matters to be adopted by the Assembly of Delegates and put motions to it. The Presiding Committee may determine the content, date and time, and place of performance of important events.

It may set up committees or working groups to deal with specific tasks.

Minutes of all resolutions adopted at each meeting of the Presiding Committee are to be taken and approved in the next meeting.

Art. 24: Executive Board

The Executive Board comprises a maximum of seven persons with voting rights: the President, or a co-presidency with a maximum of two persons, two to four Vice Presidents, the Treasurer and one representative of the Youth Council.

The board can invite guests without voting rights.

The Executive Board has at least three meetings per year and the meetings are convened by the President or, in the case of a co-presidency, by both Presidents, in writing, by post or e-mail, at least one week in advance, giving official notice of the Agenda.

Meetings of the Executive Board can also take the form of telephone - or virtual - conferences.

Minutes shall be taken of each meeting of the Executive Board and shall be approved at the next meeting.

Art. 25: Duties of the Executive Board

The Executive Board manages CIPRA International in accordance with the Articles of Association, the resolutions of the Assembly of Delegates and the Presiding Committee. It draws up guidelines and priorities in line with the objectives set out in Section 1.

The Executive Board assumes decision-making powers in urgent cases when such powers are reserved to other bodies. The decisions are to be submitted to the relevant bodies at the next meeting for approval. If urgency requires, the President/the co-presidency may also take decisions without convening the Executive Board, such decisions to be submitted immediately to the Executive Board for approval.

The Executive Board oversees the Management and supervises the administration of finances. The Executive Board can commit CIPRA International as main sponsor or partner of events, provided they correspond with CIPRA's objectives and are clearly international and cross-national in character. The national representative of the country in which the event is to take place is to be informed and consulted beforehand.

The Executive Board can sign statements and announcements on behalf of CIPRA International,



provided they correspond to CIPRA's objective and are international and cross-national in character.

The Executive Board appoints the Director(s), which has to be confirmed by the Assembly of Delegates.

The Executive Board can decide in strictly limited, exceptional cases that the Presiding Committee and/or Assembly of Delegates meet in the form of a virtual conference.

Art. 26: Duties of the President

The President/the co-presidency conducts CIPRA International in accordance with the Statutes, the resolutions of the Assembly of Delegates, the Presiding Committee, and the Executive Board. In cases where he/she is prevented, the President is represented by one of the Vice Presidents. In the case of a co-presidency, the second President has full representation powers.

The President/s represent/s CIPRA International, chair/s the meetings of the Presiding Committee, the Assemblies of Delegates and the Executive Board, and convene/s said meetings in good time, giving official notice of the Agenda.

The President/the co-presidency report/s on the activities of the Executive Board to the Assembly of Delegates.

Art. 27: Treasurer and Auditor

The Treasurer supports the director(s) and the administration in all financial matters.

The Auditor verifies the annual accounts and the correct cash management of CIPRA International and reports to the Assembly of Delegates.

Art. 28: Youth Council

The Youth Council is an advisory body serving CIPRA International's bodies, Management and Executive Office. The members of the Youth Council receive support in the implementation of their own projects and counselling for the further development of their ideas and concerns as well as access to CIPRA's international network. The Youth Council has the right to table motions in the Assembly of Delegates and the Presiding Committee.

The Youth Council nominates one member for the Executive Board, which has to be approved by the Assembly of Delegates in conjunction with the elections of the Executive Board.

The Youth Council is comprised of young persons from as many Alpine states as possible. They must be at least 14 years of age on the date of their appointment and not older than 30. The Youth Council organises itself in consultation with the Executive Board and the Management of CIPRA International.

Art. 29: Adoption of resolutions and voting

The Assembly of Delegates has a quorum if it has been duly convened and if at least 50% of the total number of Ordinary and Extraordinary members with a total of one third of the delegates is present.

The Presidency Meeting has a quorum if it has been duly convened and if at least 50% of the



members of the Executive Board and 50% of the Ordinary and Extraordinary Members are present.

The Executive Board constitutes a quorum if it has been duly convened and if at least 50% of the Executive Board members are present.

They adopt their resolutions by a simple majority of votes cast, unless otherwise specified in these Statutes.

The Executive Board and Presiding Committee may also adopt circular resolutions.

If votes are tied, the President/the co-presidency has/ve a casting vote. If the Co-Presidents are not in agreement, no resolution is adopted. In this case, the controversial points will be discussed again as soon as possible and a decision taken.

At elections the Executive Board, the Ordinary and Extraordinary Members have a right of nomination. Proposals have to be communicated to the Executive Office at least six weeks before the elections.

A written vote is conducted if more than one candidate is nominated for office.

If no candidate obtains an absolute majority, a decisive ballot is to be held between the two candidates with the largest number of votes, with the relative majority of votes deciding; in the event of a tie the ballot is repeated until one of the candidates is able to secure a majority of votes.

In the case of list elections with more candidates than planned the number of candidates with the most votes is considered elected, which corresponds to the number of positions to be filled.

Art. 30: Executive Office

The Executive Office conducts ordinary business based on the Order of Procedure.

The Executive Board appoints one or more directors to manage the Executive Office. The appointment has to be confirmed by the Delegates Assembly.

Art. 31: Financial competence

Responsibility for the approval of non-budgeted expenditure is allocated as follows:

- a) For amounts up to CHF 10,000 the approval of the directors is necessary.
- b) For amounts from CHF 10,000 to 100,000 the approval of the management team and of the Executive Board is necessary.
- c) For amounts above CHF 100,000, additional approval of the Assembly of Delegates is necessary.

Art. 32: Authority to sign

The Executive Board's and Executive Office's authority to sign is determined by the competent body on their election or appointment.

Section 4: Amendments to and interpretation of the Statutes



Art. 33: Amendments to the Statutes

The Assembly of Delegates may adopt amendments to the Statutes by a two-thirds majority of the votes of the delegates present. The wording of the proposed amendment to the Statutes is to be communicated to all the Ordinary and Extraordinary Members no later than six weeks prior to the Assembly of Delegates.

The non-profit character of the purpose in accordance with Art. 5 is irrevocable and a change of purpose may only take place within the framework of non-profit character.

Art. 34: Interpretation of the Statutes

The language of the statutes at the seat of the association is the legally valid one.

Section 5: Dissolution and liquidation

Art. 35: Dissolution

The dissolution of CIPRA-International requires a resolution of the Assembly of Delegates with a two-thirds majority of the delegate votes present. Such a motion cannot be adopted as a complement to the Agenda.

Art. 36: Liquidation

The winding-up of any existing assets is to be decided at the same time as the resolution to effect dissolution. The assets are to go to a tax-privileged corporate body with a similar purpose.

Art. 37: Place of jurisdiction

The place of jurisdiction for settling disputes with CIPRA International is Vaduz, Liechtenstein.

Section 6: Coming into force

The present Statutes come into force on 1st July 2021 and replace the version of 24th October 2019 of the Statutes of 5th May 1952.