

STATUTE

of CIPRA International

April 2024

en



Preamble

The Alps are the largest contiguous 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.

Climate change, biodiversity loss and other global developments may have an increased impact in the Alps.

In the conservation and improvement of the natural environment and the organisation of the Alps as a living, economic and recreational space, ecological requirements must be given priority over economic interests. 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, non-partisan and supranational association pursuant to Section 246 of the Liechtenstein Persons and Companies Act.

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 Status

CIPRA International exclusively and directly pursues non-profit-making purposes as defined by the Tax and Fiscal Code (Section 259 of the Liechtenstein Persons and Companies Act); CIPRA International allocates its funds only for purposes in accordance with its Statute.



Art. 6: Objectives

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

CIPRA International is committed to the implementation and further development of the "Convention on the Protection of the Alps (Alpine Convention)" and its protocols and to the active participation in the European Strategy for the Alpine Region (EUSALP).

The implementation of the SDGs (Sustainable Development Goals) is also a top priority for the Alpine region.

CIPRA International 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; biodiversity and climate, 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.

The participation of all people in the development of the Alpine region and the strengthening of the representation of mountain regions in regional, national and international politics.

Art. 8: Measures

Concrete measures to achieve the objectives include in particular:

- a) Developing, co-ordinating and implementing 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 and project 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 maintaining the specific regional and local cultural features;
- l) Initiating, co-ordinating and conducting application-orientated research projects in the areas listed under Art.7 lit. a);
- m) Ensuring regular and appropriate participation of young people in all planning and projects that affect their interests;
- n) Initiating the involvement of young people in other non-governmental 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 other organisations or institutions.

Section 2: Membership

Art. 9: Types of Membership

CIPRA International has:

- a) Ordinary Members,
- b) Extraordinary Members,
- c) Supporting 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 Ordinary Members are organisations with objectives like-minded with those of CIPRA; they may also comprise representatives of research and science, public authorities, sponsors and 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 organisation.

Art. 12: Extraordinary Members

Non-governmental 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 organisations 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 organisations.

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: Supporting Members

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

Supporting Members undertake to provide material or immaterial support for the objectives and tasks specified in this Statute.

Supporting 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.

Honorary members are persons who have made an outstanding contribution to CIPRA.

Art. 16: Membership Fees

Ordinary and Extraordinary Members pay the membership fee adopted by the 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 is suspended if said member is in arrears by at least one annual fee.

Supporting members and Honorary members do not pay a fixed membership fee.

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



Art. 17: End of 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 this Statute 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 by a simple majority 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 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. 18b: Diversity

CIPRA strives for a balance of diversity within all bodies, for example in terms of gender, geographical origin, languages, age and professional or other competences.

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 requested by each member and are to be communicated in written form to the Management at least three weeks in advance. Further additions may be adopted at the Assembly of Delegates, provided their relevance 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 delegates in the Assembly of Delegates. When appointing the delegation, the Ordinary Members shall also strive for a balanced composition in accordance with Art. 18b.

Extraordinary Members are entitled to two delegates at the Assembly of Delegates.

Delegates must be notified in writing to the CIPRA International office no later than two weeks before the Assembly of Delegates. In the case that a delegate is unable to attend, deputies may be appointed after this deadline.

Supporting Members may appoint one representative per member.

Supporting Members, Honorary Members and members of the Youth Council have the right to propose motions and speak but have no voting rights at the Assembly of Delegates.

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

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

In 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 their successors have been elected; if a person ends their term of office prematurely, a substitute may be elected at the next Assembly of Delegates who will remain in office until the regular election; the Presiding Committee can appoint an interim representative until this Assembly of Delegates;
- b) to approve the work programme and the budget;
- c) to adopt resolutions and declarations;
- d) to receive and debate the annual reports of CIPRA International, the Ordinary and Extraordinary members and the Supporting Members;
- e) to discharge the Executive Board;
- f) to adopt the fees for Ordinary and Extraordinary Members;
- g) to approve the annual accounts;
- 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 Supporting 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 take note of the election of the director(s) by the Executive Board;
- n) to decide about the establishment and liquidation of holding companies according to Art. 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 members of the Executive Board of CIPRA International and two representatives of each Ordinary Member as well as one representative of each Extraordinary Member with voting rights. Representatives of the CIPRA Youth Council are also invited with the right to propose motions and speak.

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 requested 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 relevance 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 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, four to five Vice-Presidents and the Treasurer.

The Board can invite guests without voting rights. As a rule, the Management participates in the meetings of the Executive Board in an advisory capacity.

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 Statute, 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 for approval at the next meeting. If urgency requires, the President/the co-presidency may also take decisions without convening the Executive Board, such decisions to be submitted immediately for approval to the Executive Board.

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) and brings it to the attention of the Assembly of Delegates.

The Executive Board can decide in 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/Co-Presidency conduct/s CIPRA International in accordance with the Statute, 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 Assembly of Delegates and the Executive Board, and convene/s said meetings in good time, giving official notice of the Agenda.

The President/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 Management 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: CIPRA Youth Council

The CIPRA Youth Council is an advisory body serving CIPRA International's bodies, Management and Executive Office. The members of the CIPRA 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 CIPRA Youth Council has the right to table motions and speak in the Assembly of Delegates and the Presiding Committee.

The CIPRA Youth Council strives for the greatest possible diversity in accordance with Art. 18b. The minimum age at the time of appointment is normally 14 years, the maximum age 30 years. The CIPRA 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 members of the Executive Board have an advisory role at the Assembly of Delegates.

The Presiding Committee 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 has 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 this Statute.

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

If votes are tied, the President/Co-Presidency has 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.

For elections, a preparatory election committee is formed, possibly from representatives of the member organisations, members of the Executive Board and the Management of CIPRA International.

The exact election process is described in the Election Regulation, which is adopted by the Presiding Committee at its latest meeting held before the respective election.



Art. 30: Management Office

The Management Office conducts ordinary business based on the Order of Procedure of CIPRA International.

The Executive Board appoints one or more directors to manage the office and brings the decision to the attention of the Assembly of Delegates.

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 Management is necessary.
- b) For amounts from CHF 10,000 to 100,000 the approval of the Management and of the Executive Board is necessary.

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 the Management Office's authority to sign is determined by the competent body on their election or appointment.

Section 4: Amendments to and Interpretation of the Statute

Art. 33: Amendments to the Statute

The Assembly of Delegates may adopt amendments to the Statute by a two-thirds majority of the votes of the delegates present. The wording of the proposed amendment to the Statute 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 Statute

The language of the Statute 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: Entering into Force

This amended Statute enters into force on 15 April 2024 and replaces the previous version dated 1 July 2021, which was based on the original Statute of 5 May 1952.