

“Globethics.net Foundation” Statutes

I. General Dispositions

Art. 1 Name, legal domicile and duration

¹ The Foundation is constituted pursuant to Art 80 et seq. of the Swiss Civil Code under the name “Globethics.net Foundation”

² The Foundation has its legal domicile in Geneva, Switzerland.

³ The duration of the Foundation is indefinite.

Art. 2 Purpose

¹ The purpose of the Foundation is to constitute a global network of persons and institutions involved in applied ethics or interested in teaching and promoting the latter. The network works mainly, but not exclusively, through an internet platform aimed at:

a) *sharing knowledge through access* to global information and documentation on ethics, in particular in developing and transition countries,

b) *networking* to link global and contextual ethical perspectives and to strengthen ethical behaviour in practice,

c) *research* in selected areas of applied ethics with international participation through projects, conferences and publications,

d) *promoting* responsible leadership on the part of decision-makers.

² The Foundation is exclusively non-profit in nature and shall not engage in any for-profit activities.

Art. 3 Participation and cooperation

¹ Access to the electronic network is open to all persons and institutions who share the Globethics.net goals. Subgroups of participants with specific tasks, obligations and rights may be formed.

² The Globethics.net Foundation collaborates with other networks through cooperation and partnership agreements to implement the goals of the Foundation.

Art. 4 Endowment capital

¹ The Founder provides the Foundation with the sum of CHF 50,000 as starting capital.

² The Foundation assets will be augmented through allocations on the part of the Founder (the Globethics.net Association) or third parties, as well as earnings from Foundation assets.

³ The Board of the Foundation makes decisions with regard to the utilization of Foundation assets.

Art. 5 Oversight

The Foundation is under the permanent supervision of the federal foundation supervisory authority.

II. Organization**Art. 6 Governing bodies**

¹ The Foundation's governing bodies are:

- a) the Board of the Foundation
- b) the Director
- c) the Auditor.

Art. 7 Board of the Foundation: general matters

¹ The Board of the Foundation is the supreme governing body.

² It consists of from 5 to 11 persons. Members must represent different areas of expertise and continents. At least one member must be a Swiss citizen and reside in Switzerland. Members are designated *ad personam* and not as institutional representatives.

³ The election of the first Board of the Foundation, including the Chair, is conducted by the Assembly of the Globethics.net Association as the Founder. Other elections are conducted by the Board of the Foundation. The term of office is two years and may be renewed three times at most. Should a member withdraw before the end of his or her mandate, the newly elected member begins a new mandate.

⁴ The Board of the Foundation decides on other functionary positions on the Board.

Art. 8 Board of the Foundation: powers

¹ The Board ensures that the goals of the Foundation are pursued in accordance with the principles of Globethics.net in an effective manner.

² It discusses and decides matters of fundamental and strategic importance.

More specifically it decides on:

- a) the By-Laws of the Foundation;
- b) the election of new members and the Chair of the Board of the Foundation;
- c) the appointment of the Auditor;
- d) the appointment of the Director;
- e) the raising and expenditure of funds (budget and annual financial report);
- f) the annual report;
- g) the strategies and contents in relation to the implementation of the Foundation's purpose;
- h) priorities in the work programme;
- i) the internal rules and regulations;
- j) matters related to the acquisition, sale or mortgaging of real estate or portions thereof;
- k) its own rules of procedure;
- l) the creation of commissions, workgroups and committees.

³ It acknowledges the report of the Auditor.

⁴ It rules in all other matters that do not come under the jurisdiction of another body or supervisory authority by virtue of legislation, these statutes or the By-Laws.

Art. 9 The Director

¹ The Director is responsible for implementing decisions of the Board pursuant to the purpose and strategy of the Foundation, as well as for the operational management of the Foundation.

² More specifically, the Director decides, unless otherwise stipulated under Art. 8, para. 2, on

- a) planning, implementation and monitoring of the strategy, work programme and projects;
- b) budgeting and accounting;
- c) expenditures provided for in the budget;
- d) cooperation with third parties within the framework of the strategy;
- e) hiring, directing and dismissing staff.

³ The Director decides in all other matters that do not come under the jurisdiction of another body or the supervisory authority by virtue of legislation, these Statutes or the By-Laws.

⁴ The Director can delegate tasks, authority and responsibilities according to the hierarchical order. He/ she, however, retains executive responsibility.

⁵ The Director attends all meetings of the Board, participates in all deliberations and has the right to make recommendations.

Art. 10 The Auditor

¹ Annually the Board appoints an officially recognized Auditor to inspect the accounts.

² The Auditor must be independent. The appointed Auditors may not be Board members or vice-versa. The Auditors should not be engaged in any other contractual relationship with the Foundation.

Art. 11 Accounting

¹ The accounts must be kept annually from 1 January to 31 December, with the first fiscal year ending 31 December 2009.

² The annual accounts are to be submitted to the Auditor. The audit report and the annual report must be presented to the oversight authority at latest six months after the close of the fiscal year.

Art. 12 Compensation

¹ Members of the Board and of Board commissions serve on a voluntary basis and are only reimbursed for travel and other expenses effectively incurred.

² Individual members of the Board can be offered appropriate compensation for special mandates.

³ The Rules on Expenses regulate individual cases. These rules must be approved by the federal foundation supervisory authority.

III Concluding Provisions**Art 13 Amendment of the Statutes**

¹ The Board may submit a motion for amendments to the present Statutes or for proposed mergers with another organization to the supervisory authority.

Art. 14 Dissolution of the Foundation

¹ If the Foundation is no longer able to pursue its purpose, the Board may submit a motion for the dissolution of the foundation to the supervisory authority.

² Residual assets shall revert to another non-profit, tax-exempt institution with identical or similar goals based in Switzerland.

³ Retrocession of the Foundation's assets to the Founder or any legal successor is excluded.

*Approved by the General Assembly of the Globethics.net Association
on 19 September 2008*

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