

## CONSTITUTION

# THE GLOBAL INITIATIVE AGAINST TRANSNATIONAL ORGANIZED CRIME

**An independent non-profit association under Articles 60-79 of the Swiss Civil Code**

### ARTICLE 1: NAME

The name of the Association is 'The Global Initiative Against Transnational Organized Crime' (hereafter referred to as 'the Global Initiative').

### ARTICLE 2: NON-PROFIT ASSOCIATION

The Global Initiative is an independent non-profit association governed by these Statutes and by Articles 60 to 79 of the Swiss Civil Code. It is non-aligned, politically neutral, and non-denominational.

### ARTICLE 3: HEADQUARTERS

The Headquarters of the Global Initiative are located in Geneva, Switzerland.

### ARTICLE 4: PURPOSE

The primary purposes of the Global Initiative are to:

- a) Create the building blocks towards a global strategy on transnational organized crime;
- b) Promote catalytic, cross-border processes that draw in new actors and that facilitate the reshaping of thinking, coordination and responses to transnational organized crime;
- c) Energize the global debate around transnational organized crime to promote the sustainable translation and embedding of new approaches into current multilateral, regional and national frameworks;
- d) Undertake research and develop new policy and programmatic options to contribute to informed strategy development at national, regional, and international levels.

## **ARTICLE 5: RESOURCES**

The resources for the Global Initiative will come from:

- a) Donations;
- b) Project grants;
- c) Any other resources authorized by the law.

The funds will be used in conformity with the Global Initiative's aims.

## **ARTICLE 6: MEMBERS**

1. The members of the Global Initiative shall be those who have been invited and accepted by the Global Initiative as members of the Global Initiative Network (hereafter referred to as 'Members'). Membership is extended to individuals in their personal capacity. Governments, institutions, corporate entities, or other organizations are not eligible for membership unless decided otherwise by a General Meeting of Members.
2. Any individual with the requisite expertise on issues relating to transnational organized crime and who accepts the purposes of the association, as set out in Article 4 of the Constitution, and the 'GI Approach and Ethics Statement' as approved by the Board, may, following an invitation from the Global Initiative, become a member of the Global Initiative Network.
3. When considering whom to invite, the Global Initiative shall:
  - a) Ensure that invitees will be able to add value to the Global Initiative Network because they have the expertise in matters relating to transnational organized crime or in the various disciplines and activities that are important in understanding or countering it;
  - b) Endeavour to ensure that those invited support the aims of the Global Initiative, and are willing to participate in discussions and debates on the basis of their personal experience and in an open and frank manner;
  - c) Strive to achieve a gender and regional balance among Members of the Network;
  - d) Strive to have a membership with a reasonable representation from the different disciplines and sectors that can contribute towards addressing transnational organized crime, such as experts from law enforcement, development, the private sector, media, academia, research, think tanks, and those with expertise in specific crime categories, such as environmental crime or cybercrime.
4. Members of the Network may volunteer to review and critique research and policy recommendations prepared by the Secretariat. They participate as they are able to and in relation to their expertise in the activities of the Global Initiative. The outputs produced by the Global Initiative will not necessarily reflect the views or preferences of every member of the Global Initiative Network but will be produced or published under the name of the Global Initiative because such products enjoy the broad or general

approval of members. No member will have the right to veto a Global Initiative product that enjoys the broad approval of its membership.

5. Members of the Network shall bear no responsibility for debts incurred by the Global Initiative and shall not be liable for any part thereof.
  - a) Membership ceases:
  - b) Upon death;
  - c) By written resignation notified to the Director or the Board at least six months before the end of the financial year;
  - d) By exclusion ordered by the Board. Exclusion may be ordered for the following non-exhaustive reasons:
    - (i) breach of the GI Approach and Ethics Statement by the Member;
    - (ii) past or present conduct of the Member foreseeably harming the reputation of the GI; or
    - (iii) any other behavior of the Member which is similar to that listed above, and which has a negative impact on the networkor;
  - e) After a member has failed to respond to all email and telephone communications directed at him/her by the Secretariat over a period of at least twelve months.
6. Any exclusion of a Member under Article 6(5)(d) shall be conducted pursuant to the GI exclusion procedure set out in the GI 'Statement of Exclusion Process' as agreed by the Board from time to time.
7. Any Member excluded under Article 6(5)(d) shall have the right to appeal to the General Meeting of Members for a period of 30 days after receiving a written statement from the Board informing the Member that they have been excluded.

## **ARTICLE 7: STRUCTURES OF THE GLOBAL INITIATIVE**

The structures of the Global Initiative consist of:

- a) The Network of Members;
- b) The Board;
- c) The Director and the Secretariat;
- d) The Auditor.

## **ARTICLE 8: GENERAL MEETING OF MEMBERS**

1. The General Meeting of Members is a meeting to which all the members of the Global Initiative Network have been invited, and constitutes the highest authority of the Global Initiative.
2. An ordinary General Meeting of Members shall be held once a year, and may be physical or virtual (e.g. by video or audio conference). It may also meet in extraordinary session whenever necessary, by decision of the Board or at the request of one-fifth of the members.
3. The Board shall inform all Members of the Network in writing or by email of the date of the General Meeting at least six weeks in advance. The proposed agenda shall be sent to each member at least 21 days prior to the date of the meeting; the final agenda will be adopted no later than 10 days before the meeting.
4. The General Meeting of Members shall be considered valid regardless of the number of members present.
5. The General Meeting of Members shall have authority to:
  - a) Receive and note the contents of the reports and financial statements for the year;
  - b) Appoint members of the Board;
  - c) Decide on any modification to the Constitution;
  - d) Decide on the dissolution of the Global Initiative;
  - e) Consider policy and strategic options for the Global Initiative and provide mandates to the Director to pursue and implement such policies and strategies;
  - f) Mandate the Director to undertake such tasks as are necessary to realize and advance the objectives of the Global Initiative;
  - g) Deal with other business.
6. The General Meeting of Members is presided over by the Chairperson of the Board or by an alternative person appointed by the Board or by a person designated by the Chairperson to fulfil that role.
7. Decisions of the General Meeting shall be by consensus or, if a vote is requested, by a majority vote of the members present. In case of deadlock, the Chairperson shall have the casting vote.
8. Decisions concerning the amendment of the Constitution and the dissolution of the Global Initiative must be approved by a two-thirds majority of the Members present, and the item must be tabled to all Members at least two weeks in advance of the meeting.
9. Voting is open, unless at least five members ask for the vote to take place by secret ballot.

## **ARTICLE 9: BOARD**

1. The Board:
  - a) Shall consist of the Chairperson, the Treasurer, the Secretary and all those appointed to the Board at the General Meeting of Members. Members of the Board need not be members of the Global Initiative Network. Each board member's term of office shall last for three years and is renewable;

- b) Meets as often as required, but at least once a year;
  - c) Takes all measures to attain the purposes of the Global Initiative;
  - d) Convenes General Meetings of Members;
  - e) Ensures that the Constitution is applied, drafts rules of procedure, and administers the assets of the Global Initiative;
  - f) Provides overall governance and direction for the Global Initiative with advice on relevant strategic and policy issues;
  - g) Is responsible for overseeing financial, legal and human resource, and ethical issues related to the Global Initiative;
  - h) Is presided over by the Chairperson of the Board;
  - i) Should strive to attain a gender and regional balance for its membership;
  - j) Receives the contents of the reports and financial statements for the year and votes on their adoption;
  - k) Approves the annual budget;
  - l) Appoints the Director;
  - m) Can propose new Members for appointment to the Board, though only the Members of the Network can confirm that nomination.
2. When circumstances warrant it, Board meetings may be held electronically.
  3. Board members act voluntarily and can be compensated only for their effective and travel costs.
  4. Paid employees of the Global Initiative have only a consultative vote in the Board.

## **ARTICLE 10: THE DIRECTOR AND THE SECRETARIAT**

The Director:

- a) Is the full-time executive head of the Global Initiative;
- b) Has authority to manage and direct the Global Initiative, and is responsible for its day-to-day functioning;
- c) Has authority to carry out all acts that further the purposes of the Global Initiative, including maintaining of communication with the Global Initiative Network;
- d) Is appointed by the Board;
- e) Is responsible to the Board;
- f) Prepares and presents an annual work plan for approval by the Board;
- g) Is responsible for raising funds, financial management, appointment of staff, and acquiring and disposing of assets;

- h) Is mandated to manage the issue of the membership of the Network of the Global Initiative and the process leading to the identification of and invitation to new members, as well as the process of terminating a membership;
- i) May attend meetings of the Board but shall not have a vote.

## **ARTICLE 11: THE AUDITOR**

1. The Auditor for the accounts of the Global Initiative is appointed by the General Meeting.

## **ARTICLE 12: AUTHORITY TO SIGN**

1. The Global Initiative shall be validly bound by the signature of the Director, or by the signature of any staff member or proxy designated by the Director, within the boundaries of authority provided by the Director in writing.
2. All financial transactions of the Global Initiative will be approved by the Director with one additional member of staff accordingly designated by the Director in writing.
3. The Director may in writing designate two additional members of the Board to provide co-signatures authorizing payment in his/her absence.

## **ARTICLE 13: THE FINANCIAL YEAR**

1. The financial year begins on 1st of January and ends on 31st of December of each year.
2. The Auditor appointed by the General Meeting of Members shall audit the accounts of the Global Initiative annually.

## **ARTICLE 14: DISSOLUTION OF THE GLOBAL INITIATIVE**

In the case of the Global Initiative being dissolved, the assets should be allotted to a non-profit organization pursuing goals of public interest similar to those of the Global Initiative and benefiting from tax exemption. The assets cannot be returned to the founders or members, nor be used for their own profit.

This Constitution was approved by the General Meeting of Members of the Global Initiative Network held in New York in September 2013. Amendments to this Constitution were approved by the General Meeting of Members of the Global Initiative in Geneva on 15<sup>th</sup> December 2016. Additional amendments to this Constitution were approved by the General Meeting of Members of the Global Initiative on 12<sup>th</sup> November 2019.