

# STATUTES

## OF THE EUROPEAN FEDERATION OF POLISH SCIENTIFIC AND TECHNOLOGICAL SOCIETIES ABROAD

*English translation of the Polish Statutes*

*For information purposes. In the event of any discrepancy, the Polish original shall prevail.*

### I. GENERAL PROVISIONS

#### § I.1

Name in Polish:

Europejska Federacja Polonijnych Stowarzysze█ Naukowo-Technicznych, hereinafter referred to in these Statutes as the "Federation".

Name of the Federation in English:

European Federation of Polish Scientific and Technological Societies Abroad

Name of the Federation in French:

Fédération Européenne des Associations Scientifiques et Techniques Polonaises à l'Etranger

Name of the Federation in Lithuanian:

Lenk█ Mokslini█-Technini█ S█jung█ Federacija Europoje

Name of the Federation in German:

Europäische Föderation Polnischer Wissenschaftlich-Technischer Vereine im Ausland.

#### § I.2

The Federation is a non-political and independent non-profit organisation whose activities encompass Polish diaspora scientific and technological as well as technical and economic communities. The Federation operates throughout Europe.

The registered office of the Federation is in Vienna, Austria.

The Federation's emblem (logo) is shown on the title page of the Statutes.

Acronym of the Federation: EFPSNT.

#### § I.3

The Federation may be a member of other independent organisations with a similar profile of activities.

#### § I.4

The principal working languages of the Federation are Polish and German. The languages of other European countries may also be used as additional working languages.

### II. OBJECTIVES, TASKS AND MEANS OF ACTION

#### § II.1

The principal objective of the Federation is to support the integration of Polish diaspora scientific and technological as well as technical and economic communities in Europe, while recognising their independence and diversity.

#### § II.2

The tasks of the Federation include in particular:

1. representing the common interests of Polish diaspora scientific and technological as well as technical and economic communities before the Austrian and Polish authorities, the authorities of the European Union, and the authorities of all international and non-governmental organisations;
2. supporting cooperation between Polish diaspora scientific and technological as well as technical and economic communities and analogous communities in Europe;
3. promoting the achievements of Polish and Polish diaspora scientific, technological and economic thought.

#### § II.3

In order to achieve the above objectives and tasks, the Federation:

1. supports joint activities of individuals and organisations aimed at strengthening the position of Polish diaspora scientific and technological as well as technical and economic communities in Europe;
2. supports contacts between Polish diaspora and Polish scientific and technological as well as technical and economic communities;
3. brings together Polish diaspora communities interested in cultivating scientific and technological traditions;
4. supports information activities concerning engineering, research, educational, economic and cultural achievements of Polish diaspora scientific and technological communities;
5. promotes collegial solidarity among Polish diaspora scientific and technological as well as technical and economic communities;
6. supports the joint participation of Federation members in European Union programmes;
7. provides for the possibility of establishing foundations associated with the Federation;
8. provides for the possibility of conducting its own economic activity.

#### **§ II.4**

In order to improve internal and external communication and for promotional purposes, the Federation maintains a website, for the content of which the General Secretary is responsible.

### **III. MEMBERSHIP OF THE FEDERATION**

#### **§ III.1**

Ordinary Members of the Federation may be Polish diaspora technical, scientific and technological, and technical and economic associations registered in Europe.

#### **§ III.2**

Extraordinary Members of the Federation may be Polish diaspora and Polish technical, scientific and technological, and technical and economic associations, as well as organisations interested in cooperation with Poland which do not meet the conditions for Ordinary Membership but support the activities of the Federation, and individual members operating in European or non-European countries who support the activities of the Federation.

#### **§ III.3**

Honorary Membership is conferred by the Federation on natural persons for their particular services to the Federation, and on persons with outstanding achievements in the creation or implementation of technological or economic accomplishments.

Honorary Membership is conferred, upon the motion of an Ordinary Member, by resolution of the General Meeting.

#### **§ III.4**

The status of Ordinary Member is granted after the following conditions have been fulfilled:

1. adoption by the governing board of the applicant association of a resolution expressing its readiness to act towards achieving the objectives of the Federation;
2. submission of statutes which are not inconsistent with the Statutes of the Federation.

The status of Ordinary Member is granted by the General Meeting on the basis of a resolution of the Board of the Federation, after obtaining the prior opinion of the Statutory and Audit Committee.

#### **§ III.5**

The status of Extraordinary Member is granted after the following conditions have been fulfilled:

1. adoption by the applicant of a decision expressing readiness to support the objectives of the Federation;
2. in the case of associations and organisations, submission of statutes which are not inconsistent with the Statutes of the Federation.

The status of Extraordinary Member is granted by the General Meeting on the basis of a resolution of the Board of the Federation, after obtaining the prior opinion of the Statutory and Audit Committee.

#### **§ III.6**

The rights of an Ordinary Member include, among others:

1. participation in the activities of the Federation;
2. participation in the rotational management of the Federation;
3. appointment of Delegates to the General Meeting.

The duties of an Ordinary Member include, among others: actively supporting the objectives of the Federation, observing the provisions of the Statutes of the Federation, and paying membership fees.

### **§ III.7**

The rights of an Extraordinary Member include, among others:

1. participation in the activities of the Federation;
2. delegating Observers to the General Meeting.

The duties of an Extraordinary Member include supporting the objectives of the Federation, observing the provisions of the Statutes of the Federation, and paying membership fees.

### **§ III.8**

Membership of the Federation does not restrict the individual sovereign rights of the affiliated associations, organisations and persons.

### **§ III.9**

The status of Ordinary Member and Extraordinary Member ceases as a result of:

1. voluntary resignation submitted in writing;
2. removal by resolution of the General Meeting upon the motion of at least two Ordinary Members;
3. dissolution of the member association;
4. death of an individual member.

### **§ III.10**

Honorary Membership ceases as a result of the member's death, voluntary resignation submitted in writing, or deprivation of membership by resolution of the General Meeting.

## **IV. AUTHORITIES OF THE FEDERATION**

### **§ IV.1**

The authorities of the Federation are:

1. the General Meeting of Delegates of the Federation;
2. the Board of the Federation;
3. the General Secretariat;
4. the Statutory and Audit Committee;
5. the Arbitration Tribunal.

## **GENERAL MEETING OF DELEGATES OF THE FEDERATION**

### **§ IV.2**

The General Meeting of Delegates of the Federation (hereinafter referred to as the "General Meeting") is the resolution-making body.

### **§ IV.3**

Ordinary Members have a differentiated number of votes at the General Meeting.

The number of votes at the General Meeting is determined by the number of members declared by the association.

Associations have 1, 2 or 3 votes depending on their membership, according to the following rule: up to 20 members - 1 vote; 21 to 50 members - 2 votes; more than 50 members - 3 votes.

Changes in the membership of an association entitle and oblige it to adjust the number of votes at the General Meeting. The General Secretariat must be notified of the change before the General Meeting is convened.

Delegates to the General Meeting are elected from among the members of the Federation's member associations in a number corresponding to the number of votes according to the rule above. Delegates have one vote and, in special cases, upon presentation of written authorisation, two votes. The Chair of the General Meeting is elected by the Delegates present.

All members of the General Secretariat are also entitled to participate in the General Meeting.

### **§ IV.4**

For the General Meeting (Ordinary or Extraordinary) to be duly constituted, at least two-thirds of the total number of votes specified in § IV.3 must be represented.

### **§ IV.5**

The following types of General Meetings are distinguished:

1. Ordinary General Meetings, convened by the Board of the Federation once during its term of office, no later than one month before the end of that term;
2. Extraordinary General Meetings, convened exclusively for specified purposes by the Board of the Federation or upon the request of at least half of the Ordinary Members.

#### **§ IV.6**

The tasks and powers of the Ordinary General Meeting include, among others:

1. approving the financial accounts of the General Secretariat for the ending term of the Board of the Federation, on the basis of a motion of the Statutory and Audit Committee;
2. approving the report of the outgoing Board of the Federation;
3. granting discharge to the Board of the Federation and the General Secretariat on the basis of the submitted report and the motion of the Statutory and Audit Committee;
4. approving the Board of the Federation for the next term;
5. adopting the Federation's programme of activities for the next period of operation;
6. adopting the budget for the next period of operation;
7. electing the composition of the General Secretariat in accordance with § IV.18;
8. temporarily transferring individual functions of the General Secretariat, for a period specified by the General Meeting (once only, for a maximum of one term), to the governing board of the Ordinary Member assuming the tasks of the Board of the Federation pursuant to § IV.14.10, where it is not possible to determine the full composition of the new General Secretariat pursuant to point 7;
9. electing the Statutory and Audit Committee for the next term;
10. admitting new Members of the Federation;
11. considering appeals against decisions of the Board of the Federation submitted by individual Ordinary Members;
12. determining the amount of membership fees.

In special cases, the Ordinary General Meeting may be held remotely ("online").

#### **§ IV.7**

The task and competence of the Extraordinary General Meeting is to consider the matter for which it was convened.

Such matter may concern, among others:

1. amendment of the Statutes of the Federation (a majority of three-quarters of the valid votes of Delegates is required);
2. shortening or extending the term of office of the Board of the Federation (a majority of two-thirds of the valid votes of Delegates is required);
3. dismissal or appointment of members of the General Secretariat (dismissal requires a majority of two-thirds of the valid votes of Delegates).

In special cases, the Extraordinary General Meeting may be held remotely ("online").

#### **§ IV.8**

The establishment of a foundation or commencement of economic activity requires an appropriate resolution of the General Meeting.

#### **§ IV.9**

Resolutions of the General Meeting are adopted by a simple majority of the valid votes of Delegates, unless the Statutes provide otherwise. All opinions and positions of the General Meeting are expressed by means of resolutions. All Ordinary Members of the Federation have the right to propose resolutions.

#### **§ IV.10**

Draft resolutions may be submitted to the General Secretariat by all Members of the Federation no later than four weeks before the General Meeting.

Draft resolutions should be delivered by the General Secretariat to the Ordinary Members of the Federation at least two weeks before the date of the General Meeting.

Delegates to the General Meeting may also submit proposed resolutions during the General Meeting.

The compliance of draft resolutions with the Statutes must be verified by the Statutory and Audit Committee. The opinions of the Statutory and Audit Committee must be submitted to the Board of the Federation and announced by the Chair of the General Meeting before the vote.

#### **§ IV.11**

The texts of adopted resolutions, voting results and the minutes are made available on the internal website within three months of the date of the General Meeting and archived by the General Secretariat.

## **BOARD OF THE FEDERATION**

### **§ IV.12**

The Board of the Federation is the programme and supervisory body.

### **§ IV.13**

The Board of the Federation is exercised on a rotational basis by the governing boards of Ordinary Members, in the order determined by the General Meeting. The term of office of the Board of the Federation is one calendar year, from 1 January to 31 December.

### **§ IV.14**

The tasks and powers of the Board of the Federation include, among others:

1. preparing a report on the activities of the Federation (the report must be submitted to the General Secretariat six weeks before the General Meeting);
2. coordinating the transfer of the Board of the Federation for the new term;
3. preparing and presenting the Federation's programme of activities for the new term;
4. preparing and presenting draft resolutions to the General Meeting;
5. preparing and presenting a draft budget, including specifying the purposes for which the Federation's financial resources may be used;
6. supervising and supporting the implementation of resolutions of the General Meeting by the General Secretariat;
7. supervising and supporting the activities of the General Secretariat aimed at securing financial resources;
8. undertaking other actions required by the Statutes or by law;
9. representing the Federation externally (through the President of the Board of the Federation or another authorised member of the Board of the Federation);
10. pursuant to § IV.6.8, the Board of the Federation may temporarily assume the functions of the General Secretariat.

### **§ IV.15**

The activities of the Board of the Federation are governed by the rules and procedures applicable to the governing board of the Ordinary Member performing this function.

The activities of the Board of the Federation are financed from the own resources of the Ordinary Member whose governing board performs the function of the Board of the Federation during the relevant term.

Resolutions of the Board of the Federation are adopted by a simple majority of the valid votes of the members of the governing board of the Ordinary Member performing the function of the Board of the Federation during the relevant term.

## **GENERAL SECRETARIAT**

### **§ IV.16**

The General Secretariat is the executive body.

### **§ IV.17**

The General Secretariat consists of:

1. the General Secretary;
2. the Deputy General Secretary;
3. the Treasurer;
4. co-opted members.

### **§ IV.18**

The election of the General Secretary, Deputy General Secretary and Treasurer is governed by the following provisions:

1. each Ordinary Member may nominate, from among its members, candidates for the positions of General Secretary, Deputy General Secretary and Treasurer;
2. the General Secretary, Deputy General Secretary and Treasurer are elected for a three-year term by resolution of the General Meeting; re-election is permitted;
3. the General Secretary, Deputy General Secretary and Treasurer are elected by direct election;
4. the election is conducted by a ballot committee elected by the General Meeting;
5. only Delegates of Ordinary Members are entitled to vote. The number of votes cast by each Ordinary Member corresponds to the number of Delegates under § IV.3;

6. if a vacancy arises in the position of General Secretary, Deputy General Secretary or Treasurer, a successor is elected for the remainder of the current term of the General Secretariat by resolution of an Extraordinary General Meeting.

#### **§ IV.19**

The tasks of the General Secretariat include undertaking actions aimed at:

1. implementing the programme of activities;
2. implementing resolutions of the General Meeting;
3. ensuring continuity in the implementation of the Federation's objectives and tasks;
4. administering financial resources;
5. convening an Ordinary or Extraordinary General Meeting;
6. maintaining the archive;
7. sending the texts of resolutions and reports to Delegates to the General Meeting within the required time limits.

#### **§ IV.20**

The tasks and powers of the General Secretary include:

1. directing the work of the General Secretariat;
2. appointing additional members of the General Secretariat;
3. managing the Federation's website;
4. representing the Federation externally in consultation with the Board of the Federation.

#### **§ IV.21**

The Deputy General Secretary supports the General Secretary in directing the work of the General Secretariat and, where necessary, may take decisions on behalf of the General Secretary.

#### **§ IV.22**

Financial decisions concerning amounts exceeding the limit determined by the General Meeting require written approval by the General Secretary, the Treasurer and the President of the Board of the Federation.

#### **§ IV.23**

The tasks and powers of the Treasurer include:

1. actively participating in activities aimed at ensuring the availability of financial resources for the Federation's activities;
2. monitoring the compliance of financial decisions with the budget;
3. implementing financial decisions;
4. maintaining the accounts.

### **STATUTORY AND AUDIT COMMITTEE**

#### **§ IV.24**

The Statutory and Audit Committee is the supervisory/audit body.

#### **§ IV.25**

The Statutory and Audit Committee consists of three members elected by the General Meeting.

#### **§ IV.26**

The election of members of the Statutory and Audit Committee is governed by the following provisions:

1. candidates for membership of the Statutory and Audit Committee may be nominated by all Delegates to the General Meeting;
2. members of the Statutory and Audit Committee are elected for one year by resolution of the General Meeting; re-election is permitted;
3. the term of office of the Statutory and Audit Committee expires upon the granting of discharge.

#### **§ IV.27**

The tasks and powers of the Statutory and Audit Committee include:

1. verifying the compliance of the statutes of applicant associations with the Statutes of the Federation;
2. verifying draft resolutions for the General Meeting as regards their compliance with the Statutes and procedural correctness;
3. monitoring the statutory legality of financial resources obtained;
4. supervising the financial activities of the General Secretariat;

5. submitting a motion to grant discharge to the Board of the Federation and the General Secretariat;
6. issuing opinions on the admission of an Extraordinary Member.

## **ARBITRATION TRIBUNAL**

### **§ IV.28**

The Arbitration Tribunal of the Federation considers disputes arising from internal problems occurring in the course of the Federation's activities.

### **§ IV.29**

The Arbitration Tribunal consists of representatives of three Ordinary Members of the Federation. They are appointed as follows:

1. one of the parties to the dispute nominates its representative to the General Secretariat;
2. upon request of the General Secretariat, the other party must nominate its representative within 14 days;
3. within 7 days, the General Secretariat notifies the selected representatives, who, within 14 days, elect the Chair of the Arbitration Tribunal from among the remaining Ordinary Members of the Federation. If no agreement is reached, the selection is determined by drawing lots.

Members of the Arbitration Tribunal may not be members of any body - other than the General Meeting - whose activities are the subject of the dispute.

Decisions of the Arbitration Tribunal are taken by a simple majority of votes after both parties have been heard and in their presence. The Arbitration Tribunal decides on the basis of the fullest possible state of knowledge and in accordance with its own conviction, and its decisions are final within the Federation.

## **V. COMMITTEES**

### **§ V.1**

The Board of the Federation or the General Meeting may establish committees for the purpose of preparing an opinion or position of the Federation on matters falling within the scope of its tasks, or for the purpose of preparing an opinion or position of the Federation on a specific matter. Committees operate in accordance with regulations adopted by the Board of the Federation or by the General Meeting.

Once adopted by the Board of the Federation or by the General Meeting, opinions or positions must be submitted to the General Secretariat.

## **VI. ASSETS OF THE FEDERATION**

### **§ VI.1**

The activities of Members of the Federation are financed from their own resources.

### **§ VI.2**

The assets of the Federation are formed from membership fees. Additional sources of assets may also include:

1. donations;
2. grants and subsidies;
3. public contributions;
4. income from symposia, conferences and other undertakings;
5. income from economic activity.

The Federation may own movable and immovable property.

### **§ VI.3**

The General Meeting determines the minimum amount of membership fees of Ordinary Members corresponding to one, two or three votes, and the membership fees of Extraordinary Members.

### **§ VI.4**

Donations, grants and subsidies may not restrict the sovereignty of the Federation. Their acceptance is subject to verification by the Statutory and Audit Committee as regards compliance with the Statutes.

## **VII. FINAL PROVISIONS**

### **§ VII.1**

The Federation is established for an indefinite period.

#### **§ VII.2**

Amendment of the Statutes of the Federation requires a resolution of an Extraordinary General Meeting adopted by a majority of three-quarters of the valid votes of Delegates. A draft amendment to the Statutes must be circulated by the General Secretariat to the Ordinary Members at least two months before the date of the Extraordinary General Meeting.

#### **§ VII.3**

Dissolution of the Federation requires a resolution of an Extraordinary General Meeting adopted by a majority of three-quarters of the valid votes of Delegates. A draft resolution on dissolution of the Federation must be circulated by the General Secretariat to the Ordinary Members at least two months before the date of the Extraordinary General Meeting.

#### **§ VII.4**

The resolution on dissolution of the Federation shall also determine the rules for distribution of its assets, which may be transferred only to Polish diaspora organisations with a similar profile of activities.

#### **§ VII.5**

The liquidation of the Federation shall be carried out by its outgoing Board.

#### **§ VII.6**

In all matters not covered by these Statutes, the relevant laws of the country in which the Federation has its registered office shall apply.