
Statutes of association

Global Forum for Rural Advisory Services (GFRAS)

Name and headquarters

Article 1

The Global Forum for Rural Advisory Services (GFRAS) is an international non-profit association governed by the present statutes and, secondly, by Articles 60 et seq. of the Swiss Civil Code. It is neutral politically, and non-denominational.

Article 2

The Association is registered in Frick, Aargau (Switzerland).
The Association shall be of unlimited duration.

Aims

Article 3

Goal

The Association will pursue the following aim(s):

- Enhanced visibility and impact of rural advisory services at national and international level so they are better recognized in policies and investments;
- Strengthened capacities of regional Rural Advisory Services (RAS) networks and country fora to support competent and performant professionalised RAS, and contribute to the alleviation of rural poverty;
- Enhanced exchange between relevant actors and knowledge generation for continuous learning on RAS;
- Strengthened enabling environment for rural advisory service networks and actors, so that they use their potential and effectively fulfil their roles in the agricultural innovation system.

In pursuing these aims, the Association will operate in accordance with its guiding principles, as defined in the Strategic Framework.

Resources

Article 4

The Association's resources are derived from donations from public and associative entities, public subsidies, membership fees, contributions for participation in events organised by GFRAS, revenues from the sale, use, and modification of specific GFRAS products, and any other legitimate sources.

The funds shall be used in accordance with the Association's main aims mentioned in Article 3.

Members

Article 5

Members of the Association are entities bringing together actors in the domain of RAS.

To become a member these entities need to have demonstrated their dedication to the goals of the Association through their commitments or actions. Members commit to actively promote GFRAS and its principles, to monitor and evaluate the Forum in their region, to participate in working groups, and to comment on GFRAS products and initiatives.

The Association comprises of the following categories of members:

- A. regional and sub-regional RAS networks
- B. representations of actors committed and engaged with GFRAS principles

Requests to become a member must be addressed to the Board. The Board admits new members and informs the General Assembly accordingly.

Membership ceases:

- On dissolution of the entity;
- By written resignation thereby notifying the Board at least six months before the end of the financial year;
- By exclusion ordered by the Board, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 (thirty) days of the Board's decision being notified;
- For non-payment of dues for more than one year;

- In all cases the membership fee for the current year remains due. Members who have resigned or who are excluded have no rights to any part of the Association's assets.

Article 6

Only the Association's assets may be used for obligations/commitments contracted in its name. Members have no personal liability.

Organs of the Association

Article 7

The Association shall include the following organs:

- General Assembly,
- Board
- Auditor (independent)

General Assembly

Article 8

The General Assembly is the Association's supreme authority. It is composed of all the members.

The General Assembly shall be composed of the following members:

- From member category A: six delegates from each region, geographically grouped as: 1. Americas and the Caribbean, 2. Africa, 3. Europe and Central Asia, and 4. Asia and Oceania, totalling 24 (twenty-four) members.
- From member category B: a maximum of 18 (eighteen) members, delegated from different sub-categories (i.e. farmers, donors, organisations, etc.)

Details of delegation of both category members will be established by the Board.

The General Assembly shall hold an Ordinary Meeting once each year. It may also hold an extraordinary session whenever necessary, at the request of the Board or at

least of one-fifth of its members. Extraordinary sessions could be held by a virtual conferencing modality.

The General Assembly shall be considered valid when it meets the minimum quorum of 50 (fifty) percent of its delegates, attending either in person or through virtual participation modalities.

In cases when a member cannot travel to attend a meeting, they can transfer their voting rights, via a written letter, to another attending member.

The Board shall inform the members in writing of the date of the General Assembly at least two months in advance. A second notification, including the proposed agenda, shall be sent to each member at least 15 (fifteen) days prior to the date of the meeting.

Article 9

The General Assembly:

- Accepts the audit report and discharges the Board and Auditors;
- Appoints the members of the Board;
- Appoints an auditor for the Organization's accounts;
- Decides on any modification of statutes;
- Decides on the dissolution of the Association;
- Defines the Association strategic objectives;
- Endorses the Annual Work Plans and Budget as well as the Annual Activity and Financial Reports;
- Fixes the annual membership fees.

Article 10

The General Assembly is presided over by the President of the Board.

Article 11

Decisions of the General Assembly shall be taken by consensus and, in the instances when it is not reached, by a majority vote of the members present - either in person or virtually. In case of deadlock, the President shall have the casting vote.

Decisions concerning the amendment of the Statutes and the dissolution of the Association must be approved by a two-third majority of the participating members.

Article 12

In the case of voting, votes are cast by a show of hands, and other forms that allow accommodating members who participate via online mechanisms. Voting can also take place by secret ballot, if at least five members request it.

Board

Article 13

The Board is authorized to carry out all acts that further the purposes of the Association. It has the most extensive powers to manage the Association's affairs. The Board will also elect its own president and vice-president, and they shall represent both member categories A and B.

The key functions of the Board are:

- to approve the Annual Work Plans and Budget as well as the Annual Activity and Financial Reports;
- to arrange the functioning of the Secretariat (see Organisational Regulations in annex);
- to assure appropriate measures are taken to achieve the aims of the Association;
- to convene the ordinary and extraordinary General Assemblies;
- to ensure that Statutes are applied, to draft rules of procedure, and to administer the assets of the Association;
- to provide direction for GFRAS and its secretariat and oversee its management;
- to represent the association, mobilise its affiliates and members and assist in its fund raising;
- to take decisions with regards to admission of new members as well as the resignation and possible expulsion of members;

Members of the Board also have the duty to report back to their respective Regional Networks on topics discussed and decisions taken during, or outside meetings, that might impact the Network, in order to increase transparency.

Article 14

The Board consists of 11 (eleven) members divided over representatives of member categories A and B (Article 5), 8 (eight) and 3 (three) seats respectively, plus one seat for the host (*ex officio*). As to the establishment of the Board: each region member category A proposes 2 (two) candidates, while the existing Board will propose 3

(three) members from member category B. The 11 (eleven) members thus selected will be proposed to the General Assembly for endorsement. Each member's term of office shall last for two years and is renewable once. The Executive Secretary participates in the meetings of the Board without voting rights.

To be eligible to serve on the Board, individuals must have demonstrated commitment to GFRAS and its principles, vision, and mission; have credibility within their sector and field; be available to attend Board meetings; and support the GFRAS secretariat with advice and resource mobilisation.

The Board shall form sub-committees to work on specific issues or topics, whenever the need emerges. The Board will also define clear objectives and terms of references for any existing sub-committees as well as, when necessary, determine their dissolution.

Article 15

The Board members work on a volunteer basis. Attendance to the Board meetings are in principle self-financed, but assistance may be given on a case-by-case basis with the approval of the President. There are no sitting fees for Board members.

Auditor

Article 16

Each year, independent and certified auditors shall be hired to analyse GFRAS' financial statements.

The auditors shall check the operating and annual accounts prepared by the Secretariat and present a written report to the annual ordinary general meeting.

Signature and representation

Article 17

The Association is legally bound by the joint signature of the President and the Vice-President. The Board may delegate signature and representation at the appropriate level.



Various provisions

Article 18

The financial year shall begin on 1 January and end on 31 December of each year.

Article 19

Should the Association be dissolved, the available assets should be transferred to a non-profit organization pursuing public interest goals similar to those of the Association and likewise benefiting from tax exemption. Under no circumstances should the assets be returned to the founders or members, nor should they use a part or the total of assets for their own benefit.

The present Statutes have been approved by the Constituent General Assembly of [04 October 2019](#) at Negril, Jamaica.

For the Association

President

Vice-President

Place and date

Annexe: Organisational regulations



Annexe: Organisational Regulations of the Association

These regulations form part of the Statutes of the Association Global Forum for Rural Advisory Services (GFRAS).

Members

The annual membership fee is fixed at USD 100 (one-hundred US dollars) for members of both existing categories (A and B).

Board

Board meetings shall take place every six months, or upon special demand by the Board President or the GFRAS executive secretary. Board members should attend all meetings. Participation can be through physical presence or through well-structured tele-conferencing. The quorum at all meetings shall be more than 50 (fifty) percent of members. Board members who do not attend two consecutive meetings without a valid reason, or those who do not fulfil the roles and responsibilities detailed above, will be presented for disqualification to the General Assembly.

Decisions of the Board shall be based on consensus. If consensus is not procurable, decisions shall be taken by majority vote. In case of equal votes the President of the Board decides.

Resource people may attend Board meetings upon invitation from the President. Resource people shall be excluded from voting.

The paid employees of the Association have only a consultative vote on the Board.

President and Vice-President of the Board

The Board has a President and Vice-President selected from and amongst Board members.

The President and Vice-President serve for two-year terms. Re-election is possible for one additional term.

The roles and responsibilities of the President and Vice-President include calling, convening, and chairing Board meetings, inviting resource people to the meetings, and supporting the Secretariat where needed.



Secretariat

GFRAS will have a professional Secretariat headed by an Executive Secretary appointed by the Board.

The Board will conduct periodic reviews of the Executive Secretary performance, and renewal of the contract is subject to a positive assessment.

The management of the Secretariat is delegated to the hosting party under a contract.
