

**FORUM INTERNATIONAL DE L'INNOVATION SOCIALE (FIIS)**  
**INTERNATIONAL FORUM FOR SOCIAL INNOVATION (IFSI)**

Statutes updated at the Extraordinary General Assembly on 18<sup>th</sup> June 1999

Article 1. Designation

The "Forum International de l'Innovation Sociale" (in an abbreviated form "FIIS"), or in English "International Forum for Social Innovation" (in an abbreviated form "IFSI") is an association established under the law of 1901 and the present statutes.

The duration of this association is not limited.

Article 2. Purpose and modes of intervention

The principal objective of the association is to promote social innovation and institutional transformation viewed on purpose in an international perspective.

To this end:

- 1- it favours encounters and studies whose aim is to enrich the research, theory and practice of innovation and institutional transformation.
- 2- it seeks to create modes of interaction, which permit social innovators to get closer together
- 3- it participates in the creation and possibly in the implementation of projects concerning social innovation and institutional transformation. It contributes to the promotion of related ideas and projects by any appropriate mean including publications
- 4- it proposes actions in the field of research, training, consultation and counselling.

In order to attain this objective, it contributes alone or along with other associations to the actions suggested by its members and approved by the Board of Directors. To this effect it can therefore engage in actions in institutions and organisations of all kinds (associations, companies, public bodies, professional groupings, religious congregations, social, cultural, health or education services...) to promote the development of innovation and institutional transformation.

Article 3. Registered office

The registered office is established in Paris. It may be transferred to any other place by a decision of the Board of Directors.

Article 4. Composition.

The association is composed of:

- active members who are legally constituted, such as associations, communities, companies or other groupings represented by their president or a specifically appointed representative.  
An active member who is a legally constituted body may appoint representatives to take part in the research and study programs of the Forum.
- active members who are individuals
- benefactors: active members, whether legal bodies or individuals, endowing the association with an exceptional financial donation.

To be granted the status of adherent, active members, whether legal bodies or individuals, must submit a request for application to the President and pay the annual fee or an exceptional contribution. The request, for adhesion implies acceptance of the statutes of the association. Admission is decided by the Board of Directors, which is not compelled in any case to give a reason for its decision.

Participation in an activity of the association implies membership of the Association.

The status of benefactor is granted by the Board of Directors.

Article 5. Income

- 1- Annual fees: the minimum amount of the annual fee for active members, whether legal bodies or individuals, is determined by the General Assembly on the proposal of the Board of Directors.
- 2- Donations, subsidies, financial investments and all other resources authorised by the relevant legislative texts.
- 3- Profits generated by the activities of the association.

## Article 6. Resignation - Dismissal

The status of member may cease:

- on resignation
- after the dismissal of a member is pronounced by the Board of Directors, either automatically for non-payment of the annual fee, or for gross misconduct; in this case, the member concerned must be heard by the Board of Directors beforehand.

## Article 7. Management

A Board of Directors manages the association within the policy framework set by a Committee of Orientation (see art. 8).

The Board of Directors comprises at least 4 members and one representative per branch. The board members are elected for six years by the General Assembly. They designate amongst themselves a President, a Vice-President, a Secretary General and a Treasurer.

The Committee of Orientation consists of the Board of Directors plus at least 6 members of the association, all individuals elected for six years by the Assembly.

In case of vacancies in the Board or in the Committee, the Board of Directors may designate temporary members on the proposal of the Committee of Orientation. Their election is confirmed at the first General Assembly following the vacancy. The same procedure applies in case of candidacy of a member of the association to the Board or to the Committee.

Outgoing members may be re-elected.

## Article 8. Powers and working of the Board of Directors and the Committee of Orientation

1°-The Board of Directors meets at least four times a year and each time it is convened by its President, or one fourth of its members.

The required quorum is that at least three members are present or represented. An administrator can only hold one proxy at a time.

Decisions are taken by a simple majority of the members who are present or represented. In case of a tied vote, the vote of the President prevails.

2°-The Committee of Orientation meets at least twice a year at the invitation of the President.

It determines the orientations and the middle - and long - term goals of the association, as well as the means necessary for their implementation.

The Board, as well as the Committee, may invite any person to take part in its activities, in an advisory capacity, if they qualify by their competence or the help they have rendered to the association and, more specifically, any member of the association.

## Article 9. Board of Directors members' role and powers.

**President:** The President calls and presides over the Assemblies and the meetings of the Board of Directors and of the Committee of Orientation.

He (she) represents the association in every legal transaction and to this end he (she) is endowed with all the necessary powers. He (she) may in particular testify in court in the name of the association, in the position of the defence as in that of the plaintiff.

He (she) may delegate his powers on pre-determined conditions.

**Vice-President:** The Vice-President replaces the President when absent or ill. The Vice-President may also be given a temporary or permanent, total or partial proxy from the President.

**Secretary General:** He (she) is responsible for the daily running of the association. He (she) is in particular in charge of the establishment, the updating and the filing of the documents necessary for the working of the association: convocations, reports, official reports, files etc.

**Treasurer:** The Treasurer submits annually to the Board of Directors and the Committee of Orientation, a draft budget of the association. He (she) ensures the receipt of the contributions and the follow-up of expenditure and receipts throughout the accounting period. He (she) draws up the financial report that the Board of Directors and the Committee of Orientation present to the General Assembly at the end of the accounting period.

For all questions concerning the use and management of all funds, valuables and goods that might belong to the association, all powers belong to the President, the Vice-President or the Treasurer who can act together or separately. They can open and operate all accounts, use all cash facilities and overdrafts, buy, sell, let out, cash all amounts due to the association, pay the sums it owes and deliver discharge forms or receipts. They can delegate those powers wholly or partly to other administrators.

Article 10. General Assembly.

The General Assembly is composed of the active members who are individuals and of those who are legal bodies represented by their representatives.

Another member can represent each member of the association. The Assembly meets at least twice a year and each time the President of the Board of Directors or the majority of the Committee of Orientation convenes it; it can also meet on the written demand of at least one fourth of the members of the association. The notifications are made by individual letters sent at least twenty days ahead of time, and must indicate the agenda.

The Board of Directors establishes the agenda.

The deliberations of the General Assembly, except when it is an extraordinary meeting, are valid irrespective of the number of members that are present or represented. Decisions are taken by a simple majority of members, present or represented.

The Assembly considers the reports on the running of the association by the Board of Directors and on its financial and overall situation.

It determines the minimum level of the annual fees, approves the budget and the accounts of the former fiscal year, and if needed provides for the replacement of the members of the Board of Directors and the Committee of Orientation.

Article 11. Extraordinary General Assembly

The General Assembly is considered to be extraordinary when it discusses changes in the statutes. It can decide the dissolution of the association and determine the allocation of its property, as well as the fusion with any association of the same kind.

This Assembly must be composed of at least half of the members of the association, whether present or represented. Decisions must be taken at a two-third majority of the votes.

If the quorum fails to be reached at the meeting following the first convocation, the Assembly will be called again at least two weeks after the first meeting. The decisions of this second Assembly will be valid without regard to the number of members that are present or represented.

Article 12. National, regional and local branches.

In all countries, national, regional and local branches may be created in accordance with the legislation of the country. Specific clauses established after consultation will then specify the modes of co-operation between the association and its different branches.

Article 13. Internal rules

The Board of Directors may complement the present statutes with internal rules organising different aspects of the running of the association or of any of its bodies. The body concerned must approve the rules.

Article 14. Dissolution

An Extraordinary General Assembly specifically called for that purpose could only decide the dissolution of the association.

The Assembly appoints one or more liquidators in charge of the liquidation of the association's property, and determines their powers.

It allocates the net credits of the association to one or more similar state-approved bodies.

+++++