



MILSET STATUTES

INTRODUCTION

The revised Statutes were adopted by the Board of Directors on May 31, 2017. They were ratified by the Members at the General Assembly on August 9, 2017.

Part I: GENERAL

Article 1: Legal Disposition

These Statutes relate to the general conduct of the business of the Organisation incorporated under the French Law of July 1st, 1901 and the Decree of August 16th, 1901, hereby referred to as the Organisation.

Part II: NAME, SEAT, DURATION, OBJECTS

Article 2: Name

The name of the Organisation shall be "Mouvement International pour le Loisir Scientifique Et Technique".

The acronym in all languages shall be: "MILSET".

The name and acronym of the Organisation shall only be used with the approval of the Executive Committee.

Article 3: Legal Seat

The legal seat shall be 58, des Chèvrefeuilles, Villemoisson 91360, France.

The legal seat may be moved to any other location in France by simple decision of the Board of Directors.

Article 4: Duration

The duration of the Organisation shall be without limit. In the event of its dissolution, remaining assets shall be distributed according to the conditions in Article 34.

Article 5: Objects

The objects of the Organisation shall be: To stimulate the engagement of children and youth around the world in scientific and technical activities.

The Organisation shall engage itself in France as well as abroad, in all activities that contribute directly or indirectly to the accomplishment of its objects or that are related to them, including - respecting the law - additional commercial and lucrative activities whose revenues will always be fully applied to the realisation of the Organisation's non-profit aim.

Part III: MEMBERS

Article 6: Definition and Composition

Members shall be organisations, institutions, agencies, foundations, or networks active in science, technology, engineering, and math education or the promotion of science and technology for children and youth.



There shall be two (2) levels of membership:

- Member;
- Affiliate Member.

Members are those that have paid the annual membership fee.

Affiliate Members are Members that have not paid their annual membership fee.

Associate Organisations are organisations with interest in collaborating with, or a future membership in MILSET.

Article 7: Rights and Obligations

Members

Members shall have the right to participate in:

- General Assembly meetings;
- Regional Assembly meetings for the Region in which they are a Member; and
- Activities of the Organisation.

Members shall agree to abide by the Charter and the Statutes of the Organisation.

Affiliate Members

Affiliate Members shall have similar rights to Members; however, they shall not participate in the governance of the organisation and may have limited rights to participate in activities of the organisation.

Affiliate Members shall agree to abide by the Charter and the Statutes of the Organisation.

Associate Organisations

Associate Organisations have no formal relationship, status, or rights within MILSET; however, they may identify themselves as MILSET Associate Organisations.

Article 8: Termination

A membership shall be terminated when:

- The Member's legal entity is dissolved;
- The Member withdraws by delivering written notice to its Regional Office.

Article 9: Discipline of Members

The Organisation shall have the authority to suspend any Member for failing to pay Membership fees by the prescribed deadline date.

The Organisation shall have the authority to expel any Member for one or more of the following:

- Violating the agreement to abide by the Charter and the Statutes of the Organisation;
- Conduct detrimental to the Organisation, as determined by the Organisation in its sole discretion;
- Any other reasons that the Organisation, in its sole and absolute discretion, considers to be reasonable, with regard to the objects of the Organisation.



Part IV: REGIONAL OFFICES

Article 10: Definition and Composition

Regional Offices administer and provide services to Members within a geographic area defined by the Board of Directors.

Establishment of a new Regional Office and the merging of Regional Offices shall be approved by the Board of Directors.

Modifications to the geographical area of a Region shall be approved by the Board of Directors.

A Regional Office shall be composed of a Regional Assembly and a Regional Executive Committee.

Article 11: Rights and Obligations

A Regional Office shall have the right to establish a legal entity and define its own rules and processes, supplementary to, and in accordance with the present Statutes.

Regional Offices shall have the right to levy a supplementary annual fee and shall be responsible for collecting both regional and Organisation fees.

A Regional Office shall manage the Members of its geographical area on behalf of the organisation. This includes the recruitment, approval, suspension, and expulsion of Members. A process shall be provided for an expelled Member to appeal its expulsion to the Organisation.

Part V: REGIONAL ASSEMBLY

Article 12: Definition and Composition

A Regional Assembly meeting shall be convened at least every two (2) years.

Article 13: Rights and Obligations

A Regional Assembly shall elect the Regional Executive Committee.

A Regional Assembly shall approve new Members.

Part VI: REGIONAL EXECUTIVE COMMITTEE

Article 14: Definition and Composition

A Regional Executive Committee shall be composed of individuals elected by the Region's members at the Regional Assembly.

A Regional Executive Committee shall include at least three persons: a President, a General Secretary, and a Treasurer.

Article 15: Rights and Obligations

A Regional Executive Committee or a Regional General Assembly shall appoint their Regional representatives to the Board of Directors.

A Regional Executive Committee shall report annually to the Board of Directors in a manner specified by the Board of Directors.

A Regional Executive Committee shall represent the Members of its Regional Office.

A Regional Executive Committee shall abide by the Charter, Statutes, and Internal Rules of the Organisation.



Part VII: GENERAL ASSEMBLY

Article 16: Definition and Composition

The General Assembly is the biennial meeting of Members.

Article 17: Rights and Obligations

Members shall have the right to assign a proxy under the signature of its legal representative.

The General Assembly shall have the right to:

- Ratify the amendments to the Charter and the Statutes;
- Approve the President's report;
- Ratify the annual membership fee;
- Receive the Financial Statements and the Report of Activities; and
- Dissolve the Organisation.

Article 18: Ordinary and Extraordinary General Assembly Meetings

The Ordinary General Assembly shall meet once every two years.

Extraordinary General Assembly meetings may be convened:

- at the call of the President, the Executive Committee, or the Board of Directors; or
- on the written request of at least thirty (30) percent of the Members;

An Extraordinary General Assembly shall be called when an issue arises that requires the input of Members and is too serious or urgent to wait until the next General Assembly.

Extraordinary General Assemblies shall only transact business as stated in the Notice of Meeting and must be held within sixty (60) days of receiving a request for such a meeting.

Article 19: Convocation

General Assembly meetings shall be convened by written notice to all Members by the President, at least sixty (60) days prior to the date of the meeting.

The notice shall include the date, time and place of a meeting, the proposed agenda, and shall be delivered to all Members by email and a notice on the home page of the Organisation's website.

Article 20: Quorum

Quorum for a General Assembly meeting shall be achieved when twenty-five (25) percent of the voting Members are present in person or represented by proxy.

Article 21: Voting

Each Member organisation is entitled to one vote.

Only Members represented in person or by proxy shall be permitted to vote.

Voting shall be conducted by a show of hands, and ruled by simple majority.

Voting shall be conducted by secret ballot for elections.

Voting shall be by secret ballot if requested by the President, the Executive Committee, the Board of Directors, or thirty (30) percent of the voting Members present or represented.



Part VIII: BOARD OF DIRECTORS

Article 22: Definition and Composition

The Board of Directors shall be accountable to the Members. Its main responsibilities shall be to respect decisions of the General Assembly, set Internal Rules, and oversee implementation of the Strategic Plan.

The Board of Directors shall comprise two colleges:

The Regional College shall be composed of at least one (1) and a maximum of two (2) representatives from each Regional Office. Their mandate shall be two (2) years. The number of representatives for each Regional Office shall be determined by the Board of Directors.

The Individual College shall be composed of not more than four (4) individuals appointed by the Board of directors for a mandate of four (4) years

Members of the Board of Directors shall bear the title of Director.

Article 23: Rights and Obligations

The Board of Directors shall have the right to:

- attend the General Assembly meeting;
- approve the budget and the financial report;
- name the external auditors;
- approve the Strategic Plan and evaluate its application; and
- define and approve Internal Rules and Governance Policies.

The Board of Directors shall elect from within itself: the President, one (1) or two (2) Vice-President(s), the General Secretary, the Treasurer, and up to four (4) Administrators as members of the Executive Committee. At least one (1) person from each Region shall be elected.

Article 24: Convocation

The Board of Directors shall meet at least once a year.

Board of Directors meetings shall be called by written notice to all Directors by the President, at least sixty (60) days prior to the date of the meeting.

The notice shall include the date, time and place of the meeting, and the proposed agenda. Notice shall be delivered to all Directors by email.

Article 25: Quorum

Quorum of the Board of Directors shall be achieved if a simple majority of Directors is present.

Article 26: Voting

Only Directors present shall be permitted to vote.

Voting shall be conducted by a show of hands, and ruled by simple majority.

Voting shall be conducted by secret ballot for elections.

Voting may be by secret ballot if requested by at least two Directors.

Voting may be conducted via digital means for exceptional reasons.



Part IX: EXECUTIVE COMMITTEE

Article 27: Definition and Composition

The Executive Committee shall ensure the on-going operation of the Organisation with respect to the decisions of the General Assembly and the Board of Directors.

Members of the Executive Committee shall bear the title of Administrators.

Members of the Executive Committee shall be elected by the Board of Directors.

Article 28: Rights and Obligations

The Executive Committee shall represent the Organisation in all legal capacities and is empowered to this end.

The Executive Committee shall be responsible for the management of Organisation activities.

The Executive Committee shall have the right to define and approve any Administrative Policies.

The Executive Committee shall establish and implement the annual action plan.

The Executive Committee shall be entitled to appear in court on behalf of the Organisation.

The Executive Committee shall report to the Board of Directors.

Article 29: Convocation

The Executive Committee shall meet at least once a year.

Executive Committee meetings shall be called by written notice to all Executive Committee members by the President, at least thirty (30) days prior to the date of the meeting.

The notice shall include the date, time and place of meeting, and the proposed agenda. Notice shall be delivered to all Executive Committee members by email.

The Executive Committee shall meet by gathering, conference call, or other electronic means.

Article 30: Quorum

Quorum of the Executive Committee shall be achieved if a simple majority of the Executive Committee members is present, including the President or one (1) Vice-President.

Article 31: Voting

Only Executive Committee members present shall be permitted to vote.

Voting shall be conducted by a show of hands, and ruled by simple majority.

Voting may be by secret ballot if requested by at least one Executive Committee member.

Voting may be conducted via digital means.

Part X: FINANCE

Article 32: Financing

The financial sources of the Organisation shall include:

Annual membership fees;

Participation fees from activities;



Donations;
Grants and sponsorships;
All other incomes.

Article 33: Fiscal Year

The fiscal year shall begin January 1 and end on December 31.

Part XI: GENERAL DISPOSITIONS

Article 34: Dissolution, Liquidation

In case of dissolution of the Organisation, the General Assembly shall appoint one or more liquidators, determine their attribution, and indicate the manner in which the remaining assets shall be distributed.

The recipient of assets must be a disinterested organisation, foundation or network with objects similar to those of the Organisation.

Article 35: Common Right

Anything unforeseen by these statutes shall be governed by applicable legislation.