

Statutes of the *Global and Transnational Law Society*

Article 1 : Designation

The « Global and Transnational Law Society » (GTLS) is an association under Swiss law in accordance with art. 60 and seq. of the Swiss civil code.

Article 2 : Purposes

2.1. The “Global and Transnational Law Society”, hereinafter “the Society”, aims at fostering and promoting research and knowledge diffusion on global and transnational law, as well as on the consequences of globalisation on the law.

2.2. For these purposes, the Society may, *inter alia* :

- Organise meetings, public debates, conferences and other events seeking the diffusion and transmission of knowledge concerning global and transnational law ;
- Edit and publish, alone or in partnership, scientific and dissemination work ;
- Develop and manage a website ;
- Establish collaborations with other legal entities or groups in Switzerland or abroad ;
- Participate to teaching and research programs.

2.3. The Society has furthermore the ability to perform any act pertaining directly or indirectly to the realisation of its goals.

Article 3: Seat

The seat of the “Global and Transnational Law Society” is located at the *Global Studies Institute* of the Geneva University at 10 rue des Vieux-Grenadiers, 1205 Geneva.

I. Members and partners

Article 4 : Members

4.1. The participants to the Constitutive General Assembly, held on 14th October 2016 at the premises of the *Global Studies Institute* of the Geneva University, are founding members of the Society.

- 4.2. Any person who expresses its interest for global and transnational law may become member of the “Global and Transnational Law Society” in accordance with the procedure specified in article 5.
- 4.3. Legal entities that express their interest for global and transnational law may become members of the Society in accordance with the procedure specified in article 5. Where appropriate, they may designate a representative, whose identity shall be transmitted to the Committee, in order to exercise certain rights enshrined in article 6.

Article 5 : Admission procedure for new members

- 5.1. Any person wishing to become member of the “Global and Transnational Law Society” may submit a written application to the Executive Director. The application shall comprise a short motivation of his/her reasons to join the Society as well as his/her professional situation. Where appropriate, the request indicates the academic affiliation and the status of the applicant therein.
- 5.2. The Committee examines applications. It transmits them with a recommendation to the General Assembly, which rules on the matter.

Article 6 : Rights and obligations of members

- 6.1. Members shall pay an annual fee as determined by the General Assembly. The amount of the fee may be different for legal entities and natural persons.
- 6.2. They are informed by the Committee on all activities of the Society.
- 6.3. They participate actively in the work of the Society.
- 6.4. They may submit proposals, *via* the Committee, to the General Assembly. They participate in and have voting rights at the General Assembly.

Article 7 : Cessation of membership

- 7.1. A member that did not pay the annual fee for two consecutive years loses his/her/its membership.
- 7.2. A member may renounce at any time to his/her/its membership in the “Global and Transnational Law Society”.

For this purpose, the member shall send a letter to the President of the Society.

The latter informs the General Assembly about the resignation.

Committee members cannot resign from the Society as long as they are invested with elective functions. They must first resign from the elective mandate. That resignation shall be approved by the General Assembly. At the same session of the General Assembly, the General Assembly may take note of the resignation from the Society.

- 7.2. In exceptional circumstances, the President of the Society may propose to the General Assembly the exclusion of a member.

If the member is present at the session of the General Assembly, he/she may take the floor.

The General Assembly decides on the matter.

Article 8 : Partners

- 8.1. In addition to its members, the Society also includes partners.

Any group, research centre, university, foundation, non-governmental organisation or legal entity that wishes to provide intellectual and material support to the realization of the purposes of the Society without becoming a member, can become a partner of the Society.

- 8.2. The partnership request is submitted in writing to the Executive Director. The request shall state the identity of the entity, its motives and the nature of the support it proposes to provide to the Society. The Committee decides on the matter.
- 8.3. The partnership may end at the initiative of either the Society or the partner. The decision shall be notified in writing to the other party and takes effect immediately.
- 8.4. The Committee regularly informs the General Assembly on the evolution of the Society's partnerships.

II. Organs of the Society

Article 9 : General Assembly

- 9.1. The General Assembly is composed of all members of the Society.

- 9.2. The General Assembly is the highest organ of the Society.

It exercises all competences that are not attributed to another organ.

It may delegate any competence.

- 9.3. Competences of the General Assembly include:

- Amendment of the statutes ;

- Admission and exclusion of members ;
- Election of the Committee ;
- Approval of the financial statement and the budget.

9.4. The President, or failing that, the Executive Director or the Treasurer, convenes the General Assembly at least one month before its meeting.

On the request of one fourth of the members, the President shall convene the General Assembly within two months.

The notice convening the General Assembly shall specify the agenda, and, where appropriate, contain relevant documentation. The Committee establishes the agenda.

9.5. Unless otherwise specified in the statutes, decisions are taken by the majority of votes cast.

Only members present may cast a vote. Each member shall have one vote.

Votes may only be held on items included in the agenda.

Article 10 : Committee

10.1. The first Committee of the Society is elected among the founding members. Thereafter, the Committee is elected by the General Assembly among the natural persons, members of the Society since at least two years. The number of Committee members shall always be uneven. The Committee shall have no less than three members.

For a period of nine years as of the date of establishment of the Society, the Committee shall include at least one member from the “Centre de recherche en droit public de l’Université de Montréal”, one member of the “Département de droit international public et organisation internationale de l’Université de Genève” and one member from the “Centre Perelman de l’Université libre de Bruxelles”.

The mandates are valid for three years. They may be renewed.

10.2. Whenever the General Assembly elects members to the Committee, it designates a President, an Executive Director and a Treasurer.

The Executive Director and the Treasurer may bear the title of Vice-president of the Society.

10.3. The Committee handles the day-to-day business of the Society. It may entrust any member of the Society with specific missions or assignments.

The President shall convene the General Assembly at least once a year. He/she presides over the General Assembly.

The Committee establishes the annual budget and presents the financial statement and the year-end report to the General Assembly.

The Committee organizes and encourages the organisations of events in view of the realisation of the aims of the Society.

The Committee authorizes the establishment of local chapters of the Society on the basis of a project submitted by at least three members.

The President, the Executive Director and the Treasurer represent individually the Society. At each Committee meeting, they inform on decisions binding the Society.

The President may delegate, in writing, his/her powers of representation to one or several Committee members.

- 10.4. The President or the Executive Director convene the Committee as appropriate, but at least once a year.
- 10.5. The Committee decisions are taken by consensus. In the absence of consensus, the decisions may be taken by the majority of votes of present Committee members, excluding abstentions. Decisions may be taken by circulation of a written proposal, by video conference or by electronic voting.

Article 11 : Scientific Council

- 11.1. The Scientific Council is composed of natural persons, members of the Society, chosen by the Committee on the basis of their contribution to the knowledge and study of global and transnational law.
- 11.2. It advises the Committee on the development of the Society.

On its own initiative or upon request by the Committee, it adopts opinions on any scientific and academic question pertaining to global and transnational law. In such cases, it deliberates by consensus.
- 11.3. Members of the Committee attend the meetings of the Scientific Council with consultative voice.
- 11.4. The General Assembly is held informed by the Committee on the composition of the Scientific Council.

III. Resources

Article 12 : Fees

Members shall pay an annual fee as determined by the General Assembly.

Article 13 : Other resources

The Society may have other resources such as subsidies, donations or bequests.

The Committee engages in fundraising activities as need be, in order to develop activities in view of the realization of the purposes of the Society.

IV. Final provisions**Article 14 : Management**

The Swiss accounting standards [IFRS] apply, where appropriate.

Article 15 : Liability

The acts of the “Global and Transnational Law Society” solely engage the responsibility of the Society.

The “Global and Transnational Law Society” is bound by the signed commitments of the President, the Executive Director or the Treasury.

Article 16 : Revision of the statutes

16.1. Solely the General Assembly may amend the present statutes.

Amendment proposals shall be explicitly stated in the notice convening the General Assembly.

Modifications to the proposal may be adopted by the General Assembly by a two third majority of present members.

The amendment of the statutes is adopted by a two third majority of present members.

16.2. A amendment proposal of the statutes pertaining to article 3 (seat of the “Global and Transnational Law Society”) may imply a complete overhaul of the statutes for the purposes of adjusting them to a legal framework different from Swiss law. The rules for the amendment of the statutes equally apply in such case.

Article 17 : Dissolution

Solely the General Assembly may decide on the dissolution of the Society.

An extraordinary General Assembly shall be convened with a single agenda item pertaining to the dissolution. A majority of three-quarters of the members present shall expressly approve the dissolution.

The case of article 16.2 is reserved.

The present statutes have been adopted in Geneva on 14th October 2016 by the Constitutive General Assembly held at the *Global Studies Institute* of the Geneva University at 10 rue des Vieux-Grenadiers, 1211 Geneva.

The statutes are drawn up in three authentic copies, one of which is preserved at “l’Université libre de Bruxelles”, one at “Université de Montréal” and one at the seat of the Society, at “Université de Genève”.

The statutes are drawn up in two languages, French and English. In the event of a dispute concerning the interpretation of its provisions, the French version shall apply.

The members present to this Constitutive General Assembly, listed below, enjoy the status of founding members of the “Global and Transnational Law Society”.

Founding members :

- Karim Benyekhlef
- Benoît Frydman
- Yuliya Kaspiarovich
- Nicolas Levrat
- Gregory Lewkowicz
- Francis Maquil