



# CONSTITUTION

## **ARTICLE 1:**

Fert is a non-profit association that aims to support farmers in developing and emerging countries to improve their living, working and income conditions, thereby contributing to the improvement of their country's economy.

Fert supports farmers in these countries in their organizational efforts and helps to raise awareness of the part played by farmers organizations.

As an agri-agency linked to French cereals farmers' organizations, Fert's approach is based on experience sharing between French farmers and their organizations.

Fert association is apolitical and non-denominational.

## **ARTICLE 2:**

Fert's means of actions are:

- Its operational teams in France and in the countries where it operates,
- Farmers, elected representatives and employees of French farmers organizations that it mobilizes for peer-to-peer discussions,
- Funding to support the actions of partner farmers organizations,
- Publications, newsletters, conferences, courses, etc.

## **ARTICLE 3:**

The headquarters of the association is located at 5 rue Joseph et Marie Hackin, 75116 Paris. It may be transferred to any other location by a simple decision of the Board of Directors.

The association has the possibility to open representations abroad.

## **ARTICLE 4:**

The duration of the association is unlimited.

**ARTICLE 5:**

The association is composed of:

- *Honorary members:* are considered as such all persons appointed by the Board of Directors from among those who render, or have rendered, services to the association.
- *Active members:* are considered as such legal and physical persons who have been presented by at least two members of the association and have been approved by the Board of Directors, which rules sovereignly without having to justify its decision.

**ARTICLE 6:**

Membership of the association is lost by resignation, by exclusion decided on serious grounds by the Board of Directors; the member concerned has previously been invited to provide further explanations.

**ARTICLE 7:**

The association's resources consist of:

- the remuneration of the services provided by the association,
- subsidies and grants received,
- any other resource authorized by law or regulation.

**ARTICLE 8:**

The association is managed by a Board of six to fifteen members elected by the General Assembly among the active members for a period of 3 years. The powers of outgoing members may be renewed. In the event of the death or resignation of a member of the Board during his term of office, he may be replaced by a decision of the Board of Directors, acting with a three-quarters quorum and a two-thirds majority.

**ARTICLE 9:**

The Board meets at least once a year, and each time it is summoned by its Chairman or at the request of a quarter of its members. Notices of meetings shall be sent by ordinary letter or any means at least one week before each meeting. The agenda is indicated on the notices of meeting; it may be updated at the time of the meeting.

A member of the Board may only be represented by another member, each member being entitled to hold one proxy only.

The presence or the representation of a majority of the members of the Board of Directors is required to validate the deliberations. If this quorum is not reached, a new notice of meeting shall be issued. The Board may then validly deliberate if at least one third of its members are present.

Decisions are taken by a majority of the votes present or represented, and the vote of the Chairman shall be decisive.

A record of each meeting of the Board shall be kept and shall be signed by the Chairman and the Secretary.

**ARTICLE 10:**

The Board is entrusted with the broadest powers to act on behalf of the association and to authorize all acts and operations permitted to the association and not limited to the General Assembly.

It reports on its management to the General Assembly.

**ARTICLE 11:**

The Board shall elect among its members, under the same conditions of quorum and majority as indicated in Article 9, an executive committee composed of a Chairman and a Secretary Treasurer.

The members of the executive committee shall be elected for the remainder of their term of office as members of the Board.

**ARTICLE 12:**

The Chairman is responsible for the execution of the decisions taken by the Board and such represents the association in its dealings with third parties. It may delegate power under conditions laid down in the by-laws.

**ARTICLE 13:**

The General Assembly of the association is composed of honorary members and active members. It meets once a year and each time it is summoned by the Board of Directors or at the request of at least a quarter of the association's members.

The notice of the General Assembly must be sent at least fifteen days before the meeting; the date of the meeting is chosen by the Board of Directors. No one may be represented by a person outside the association.

The deliberations of the General Assembly are taken by an absolute majority of voters and on the items on the agenda. If the vote is tied, the vote of the Chairman shall be decisive.

The agenda of the Assembly is set by the Board of Directors.

The Assembly shall be chaired by the Chairman of the Board of Directors or, failing that, by a member of the Assembly that it appoints. As soon as the meeting begins, the Assembly shall appoint two tellers to check the attendance sheet and the regularity of transactions. The Assembly considers reports on the management of the Board of Directors, on the financial and moral situation of the association; it approves the budget for the following financial year and deliberates on the items on the agenda.

**ARTICLE 14:**

The financial year begins on January 1st and ends on December 31st.

**ARTICLE 15:**

The Board may establish internal rules of procedure to set various points not provided for in the constitution. It must be approved by the General Assembly.

**ARTICLE 16:**

The constitution may only be amended on the proposal of the Board of Directors. To decide on them, the Assembly must be composed of at least half of the members in office.

If this quorum is not reached, the Assembly shall be reconvened, but at least fifteen days apart, it may validly deliberate regardless of the number of members present.

**ARTICLE 17:**

In the event of dissolution by at least two thirds of the members in office, one or more liquidators shall be appointed by the General Assembly and the assets, if any, shall be vested in accordance with Article 9 of the Law dated 1 July 1901 and the Decree dated 16 August 1901.

Updated Constitution (G.A. on 03.07.2019)

The Secretary Treasurer

The Chairman

Jean-Marie BEHAGHEL

Jean-François ISAMBERT