

Constitution of the SAVE Foundation

Preamble

Generations of breeding have given rise to a multiplicity of domesticated animals and plants that are optimally adapted to their specific environmental. Today, this genetic, cultural, and historical heritage is increasingly threatened. In response, organizations to protect this endangered diversity have been founded in various countries.

At an international meeting in 1992, national representatives and independent experts confirmed an urgent need for action in a supranational European framework and decided to establish a European umbrella organization for this purpose. This organization shall co-ordinate and support national activities, especially the conservation of breeding populations.

1 Name and place of residence

- 1.1 The name of the Foundation is "SAVE":
 - Safeguard for Agricultural Varieties in Europe
 - Sauvegarde pour l'Agriculture des Variétés d'Europe
 - Sicherung der landwirtschaftlichen Arten-Vielfalt in Europa.
- 2 The Foundation has Utrecht, Netherlands, as its residence.

2 Purpose

- 2.1 Purpose of the Foundation is to preserve and promote genetic, cultural and historical diversity in plants and animals in Europe. The Foundation specifically aims at breeds of farmed animals and plants that are threatened by extinction. Maintaining is preferably in vivo and in situ.
- 2.2 The Foundation has exclusively purposes of general and/or scientific interest and does not aim at profit.
- 2.3 The Foundation achieves her objectives by providing information, co-ordinating and stimulating activities at national level. If activities at a national level are lacking, the Foundation tries to initiate those.
- 2.4 The Foundation is politically independent and shall strive to attain economic independency through widely based financial support.

3 Financial means

- 3.1 The financial means of the Foundation exist out of income from the Foundations capital and subsidies, grants, legacies, interest and all other legal means.
- 3.2 The financial means of the Foundation can only be used for the costs of the Foundation and the costs of realisation of the objectives of the Foundation.

4 Executive Organs of the Foundation

- 4.1 The Foundation has a Board of Directors, a Management Committee, a Council of Co-operation Partners and an Advisory Board. Members of the executive organs shall serve on an unpaid volunteer basis.
- 4.2 The Board of Directors consists out of at least seven and a maximum of twenty members. The Board of Directors is the highest decision making body of the Foundation and safeguards the efforts to achieve the purposes of the Foundation. The Board of Directors has to approve the budget, the annual financial account and the annual plan of activities of the Foundation. The Board of Directors determines the principles and guidelines for achieving the purposes and for management of the means of the Foundation. For those management affairs not established in this constitution the Board of Directors can set up a set of domestic rules. The Board of Directors constitutes itself and chooses out of its means a chairman, a secretary and a treasurer and the Management Committee. The Management Committee consists of at least three and a maximum of five members. The term for members of the Board of Directors is three years. Re-election is possible.
- 4.3 The Board of Directors decides by absolute majority of votes of those present. If the votes are equally divided the vote of the chairman is decisive; in his absence that of his substitute. For decisions on alteration of the statutes a two/third majority is required. The Board of Directors can only decide if at least five members from at least three countries are present.
- 4.4 The Board of Directors gathers on invitation of the chairman, but at least once a year. The chairman has to gather the Board of Directors when one/third of its members, the Advisory Board or the Council of Co-operation Partners request a meeting. The Board of directors determines the locations of the meetings. Urgent decisions may be done in a meeting by correspondence.
- 4.5 In special circumstances the Board of Directors can, with a qualified majority of two/third of all members of the Board of Directors, remove a member from the Board of Directors. The member has to be heard, but has no right of vote on his own removal.
- 4.6 The Board of Directors may advise the Management Committee in a binding way.

5 Representation

- 5.1 The Management Committee, consisting out of at least three and a maximum of five members chosen from the Board of Directors, represents the Foundation legally. The Management Committee is qualified to settle agreements on purchase, selling and mortgage of immovable.

6 Council of Co-operation Partners

- 6.1 The Council of Co-operation Partners serves to advise the Foundation and its executive organs, especially in compiling the organs and appointing experts in committees. The Council of Co-operation Partners has to approve the policies for the longer term of SAVE and the annual plan of activities, alterations in the statutes, appointment of members of the Board of Directors and involvement of the Foundation in other organisations. The Council of Co-operation Partners can return documents and decisions to the Board of Directors for re-evaluation.

- 6.2 The Council of Co-operation Partners consists of representatives of organisations with which the Foundation has an agreement for co-operation. The Council of Co-operation Partners meets once a year and is be called usually by the Management Committee.

7 Advisory Board

- 7.1 The Advisory Board shall serve to advise the Foundation and its executive organs. The Advisory Board composes itself. It can appoint committees and give recommendations. The Management Committee informs the Advisory Board on plans and problems of the Foundation.
- 7.2 The Advisory Board consists of the natural founders and the representatives of the judicial founders of the Foundation, representatives of European and international organizations and sponsors nominated by the Board of Directors for one term of office (re-election is possible), and people of merit to the Foundation and/or experts nominated by the Board of Directors..

8 Accounts and justification

- 8.1 In utilizing and controlling the means of the Foundation the rules of good commerce should be applied.
- 8.2 The financial year equals the calendar year. To check the annual account the Board of Directors appoints an independent controlling body. The members of the Board of Directors are not allowed to take a seat in this body. Annually, but within three months after the financial year is finished, the annual report and the annual account are presented. The annual account, the report of the controlling body and the annual report are submitted for approval to the Board of Directors.

9 Modification of the statutes, dissolution and liquidation

- 9.1 Decisions on modification of the statutes, of merging of the Foundation with another organisation or dissolution and liquidation of the Foundation have to be taken with a majority of at least two/third of the total number of members of the Board of Directors and are only possible with approval of the Council of Co-operation Partners.
- 9.2 Alterations in the purpose of the Foundation and the destination of the liquidation balance of the Foundation require the approval of the Tax Registration Office.
- 9.3 If achieving the objective of the Foundation becomes impossible, or if the Foundation due to substantial changes in relationships cannot be effective any more, the Board of Directors can, with approval of the founders of the Foundation, appoint a new objective.
- 9.4 If the Foundation has to be liquidated, an eventual positive balance has to be utilized for an objective as close as possible to the original objective of the Foundation.

Issued by the founding Board of Directors at Utrecht, Netherlands, on Dec. 13, 1997.
Revised: October 16, 1998 at Möschberg/Switzerland

In questions of interpretation, the Netherlands version of these statutes shall be the legally binding version.