

## **Bylaws of the association ENRICH / ENRICH GLOBAL**

Considering that ENRICH is a network of European Research and Innovation Centres and Hubs, supported by the European Commission through Horizon 2020;

Considering that ENRICH started its operation by focusing on linking European researchers, innovators and businesses with Brazil, China and USA;

Considering that ENRICH is expanding its operation to other regions and markets at global level, namely to Africa and to India;

Considering that ENRICH is gradually becoming independent from European funding and is increasing its operational autonomy and capacities;

Considering that ENRICH supporting partners are willing to deepen this pathway of independence and autonomy while reinforcing synergies;

Considering that the internationalization of European research and innovation is the important topic for many organisations, projects and initiatives outside ENRICH,

It was agreed and decided by the signatory parties of this legal instrument to setup a new organisation to be ruled by the clauses presented herewith.

### **ARTICLE 1. NAME**

A non-for-profit association under French law (law of the 1<sup>st</sup> of July 1901) is established between the undersigned and those adhering to these bylaws. The name of this association shall be ENRICH GLOBAL.

### **ARTICLE 2. OBJECTIVE**

The objective of ENRICH GLOBAL is to contribute to the development of scientific, technological and innovation excellence of the European Union and Associated Countries, and reinforce European Innovation competitiveness and internationalization through:

- Supporting and coordinating collaboration between Initiatives and Multipliers<sup>1</sup> within and outside of the European Union
- Building collaborative programmes, services, network, and tools, or supporting them
- Supporting sustainability efforts of collaborative initiatives such as ENRICH and others.

ENRICH GLOBAL will provide support through:

- The facilitation of exchange and dissemination of knowledge and good practices between multipliers;
- Supporting the valorization of collaborative European research and innovation at project level, which includes an international dimension;
- The creation of ad hoc committees, expert groups, and working groups comprising experts and key actors, contributing to international research, science, technology, innovation and business collaboration;

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<sup>1</sup> "Initiatives and Multipliers" means formal and informal groups or organisations at any level (international, European, national, regional, local...) who support research, science, technology, innovation, business and internationalisation by working, training or serving individual companies, researchers and innovators. This includes, but is not limited to, initiatives, projects, networks, consortia, public or private service providers, interest groups, clusters, incubators, accelerators, public-private partnerships, working groups, clubs, chambers of commerce, associations, investors, universities, public research organizations, innovation support organizations, local, regional or national authorities, etc.

- The support in sustainability activities of emerging or existing collaborative initiatives and projects such as ENRICH and others;
- The educational efforts aimed at supporting knowledge and skills development in internationalization activities;
- The facilitation of any other joint activities between multipliers;
- Other support related to the internationalization of European research, innovation and business activities.

The Association gives itself no limitations regarding the sectors of intervention.

To achieve its purpose, ENRICH GLOBAL will develop during its first year a specific internal management structure, for example through dedicated working groups.

### **ARTICLE 3. HEAD OFFICE**

The head office of the association will be based in Sophia Antipolis, France.

The head office can be transferred to a different location through a simple resolution of the Board.

### **Article 4. LENGTH**

ENRICH GLOBAL has an unlimited term.

### **ARTICLE 5. COMPOSITION**

Membership shall be open to any private person or organisation (private or public), interested in international collaboration and support to research, development and innovation. Organisations can be represented by their director or by any other of their representative.

ENRICH GLOBAL is composed of:

- Founding members;
- Active members;
- Honorary members;
- Benefactor members.

Founding members are the members that participated in the creation of ENRICH GLOBAL and signed the minutes of the constituent General Assembly. They are exempted of contribution for the first two full civil years of the association and constitute the members of the board.

Active members are the members that pay the contribution to ENRICH GLOBAL and commit to respect the principles defined in article 2 of these bylaws.

Benefactor members are active members that pay a membership fees voted by the Board that is higher than the membership fees for active members in order to join the Board during the first 2 years.

Honorary members are the members that voluntarily contribute to the realisation of the objective of ENRICH GLOBAL. They do not pay contributions. This title can be awarded by the Board to external persons or organisations.

Voting rights for each category of member will be defined in the internal rules.

## **ARTICLE 6. ADMISSION**

ENRICH GLOBAL is open to new members. Any person that is interested in the activities of ENRICH GLOBAL shall show its interest to a member of the Desk. At each time the Desk meets, it will deliberate and vote on the membership applications. Applicants will become members of ENRICH GLOBAL as soon as their application is approved and after payment of an annual membership fee. New members will then be presented at the nearest subsequent General Assembly. In accordance with French law, reasons for a decision rejecting an application must not be given.

## **ARTICLE 7. MEMBERSHIP FEES**

To meet its functioning needs, ENRICH GLOBAL uses the contribution of its members as defined in article 5 of these bylaws.

The amount of annual membership fees is defined in the internal rules and, if needed, revised once a year during the General Assembly. Once revised, the new amount shall be written in the internal rules.

Contributions shall be paid according to the dates fixed in the internal rules.

## **ARTICLE 8. TERMINATION OF MEMBERSHIP**

Membership terminates:

a) Upon resignation;

Members shall give notice of their resignation to the President of the Board by any means. They then cease to be members at the end of the current year.

b) Upon the death of a person;

c) Upon judicial liquidation of an organisation;

d) Upon the decision of the president of the Board for the reason of non-payment of the contribution following a letter of formal notice; or for a serious motive;

Serious motives are constituted by a repeated failure to respect the internal rules.

Before taking the decision to terminate a member's membership, the board shall invite the person in question to explain oneself on the charges brought against the person. The decision will be taken through simple majority of the General Assembly members.

Any member that resigns or is excluded shall pay the membership fees left unpaid as well as the contribution for the current year, if due.

## **ARTICLE 9. RESOURCES**

The resources of ENRICH GLOBAL are constituted by:

a) Membership fees;

b) Public subsidies, including through grants /participation in projects;

c) Donations;

d) The proceeds of any commercial activity or services;

e) Any other resource authorised by law.

## **ARTICLE 10. ORDINARY GENERAL ASSEMBLY**

The ordinary General Assembly is composed of all the members of ENRICH GLOBAL.

It meets at least once a year, during a physical or online meeting. For the members who can not attend a physical meeting, the possibility to join online will remain.

At least fifteen days prior to the fixed date of the General Assembly, the members are convened by the secretary. The agenda shall be shown on the notification for the General Assembly.

The president, assisted by the members of the Board, presides the meeting and presents the activity report of ENRICH GLOBAL.

The treasurer accounts on ENRICH GLOBAL's management and submits the annual account for approval by the General Assembly.

The General Assembly decides on the amount of the annual contribution.

The General Assembly can only deliberate on the points shown on the agenda.

Decisions are taken by a majority vote of the members present or represented. At least half of ENRICH GLOBAL members shall be represented to take a valid decision.

Decisions taken during the General Assembly apply to all members, even if absent or represented; In the event of a tied vote, the president shall have the casting vote. The decisions are put in writing form and kept available to all members.

## **ARTICLE 11. EXTRAORDINARY GENERAL ASSEMBLY**

If needed, or at the request of at least half of the members of ENRICH GLOBAL, the President may convene an extraordinary General Assembly in accordance with the procedure for convening the ordinary General Assembly defined in article 10 of the present bylaws, and only to amend the bylaws, terminate ENRICH GLOBAL, transform it in a structure of another legal form or to take essential decisions on the assets of ENRICH GLOBAL.

Deliberation are taken by the majority of the members present. A quorum shall be at least half of the members of the association present.

## **ARTICLE 12. BOARD**

ENRICH GLOBAL is directed by a Board of minimum three persons and a maximum of 15 persons, elected for three years by the general meeting. All Board members can be reappointed.

Founding members, if they wish so, can be ex-officio members of the Board during the first two full civil years of ENRICH GLOBAL existence (until the end of 2022). Members that are not founding members can become member of the Board before the end of 2022 through a financial contribution to be decided by the General Assembly.

In case of vacancy, the nearest General Assembly shall elect new members.

The Board shall meet at least twice a year, convened by the President or at the request of a quarter of its members.

Decisions are taken by the majority of the members present or represented; in the event of a tied vote, the President shall have the casting vote. Secret ballot can be conducted at the request of a Board member. The decisions are put in writing form and kept available to all members.

The power of the Board is defined by the internal rules, provided in article 17 of the present bylaws.

### **ARTICLE 13. DESK**

The Board elects among its members a Desk composed of:

- 1) A President and, if needed, one or more Vice Presidents;
- 3) A Secretary and, if needed, an assistant Secretary;
- 4) A Treasurer and, if needed, an assistant Treasurer.

The President and the Treasurer cannot be the same person.

The desk ensures the effective functioning of ENRICH GLOBAL in conformity with the general policy defined by the General Assembly and in application of the decisions of the Board.

The respective roles of the members of the Desk and its functioning are stipulated in the internal rules, provided in article 17 of the present bylaws.

### **ARTICLE 14. OPERATIONAL TEAM**

The members of ENRICH GLOBAL acknowledge that the realisation of its objectives necessitate constant efforts and a lot of work.

Therefore, they agree to consider hiring an operational team once ENRICH GLOBAL budget allows them to do so.

### **ARTICLE 15. AUDIT COMMITTEE AND RESERVE FUND**

An Audit Committee can be setup to support the Treasurer of ENRICH GLOBAL.

The General Assembly can budget and create a reserve fund to provide for an operational team and to cover potential risks.

### **ARTICLE 16. ALLOWANCES**

Every task in ENRICH GLOBAL, including the tasks of the members of the Board and of the Desk, are performed on a free and voluntary basis. Yet when members fulfil their tasks, the expenses are refunded, provided there is documentary evidence for these expenses.

The account returned by the treasurer to the General Assembly presents the refund of mission, travel or representation expenses per beneficiary.

### **ARTICLE 17. INTERNAL RULES**

Internal rules are established by the Board during the first functioning year of ENRICH GLOBAL. They shall be approved by the nearest subsequent General Assembly.

Internal rules can be revised by the Board, before being submitted to the nearest subsequent General Assembly.

## **ARTICLE 18. TERMINATION**

In the event of a termination decided in accordance with the modalities provided in article 11 of the present bylaws, one or more liquidators are appointed and the net asset, if needed, will be allotted to a non-for-profit organization, in accordance with the decision of the extraordinary General Assembly. The net asset cannot be allotted to any member of the association, even partially.

## **Article 19. FINANCIAL ACCOUNTING AND LIBERALITIES**

The annual accounts and their approved report by the General Assembly shall be addressed each year to the “departmental prefect” (French local authority).

ENRICH GLOBAL commits to present its registers and financial accounting at all times at the request of the administrative authorities regarding the use of liberalities, and to let the representatives of these authorities visit its premises due to this aim.

## **Article 20. DATA PROTECTION**

Any personal data collected will be treated confidentially, properly stored and will not be disclosed under any circumstance to any third party in accordance with the EU General Data Protection Regulation (GDPR).

« Sophia Antipolis, France – 14/09/2020 »