GLOBAL CHALLENGES FORUM FOUNDATION

INTERNAL BY-LAW ON ASSOCIATED COMMUNITIES, BRANCHES, LIAISON OFFICES, REPRESENTATIVE OFFICES, NATIONAL CHAPTERS, AND THE ADVISORY COUNCIL

Article 1 – Purpose

This Internal By-Law is adopted pursuant to Articles 5, 5bis and 21 of the Statutes of the Global Challenges Forum Foundation ("Foundation").

Its purpose is to provide practical internal rules for the creation, recognition, supervision and reporting of associated communities, branches, liaison offices, representative offices, national chapters and related volunteer structures established to advance the charitable purposes of the Foundation.

This By-Law is intended to ensure accountability, legal compliance and proper reporting while preserving the flexibility and volunteer spirit that characterize many Foundation activities.

Article 2 – Associated Communities

The Foundation may create and manage associated communities in accordance with Article 5 of the Statutes.

Associated communities may include networks, consortia, initiatives, councils, professional groups, academic collaborations and other mission-related communities established to support the Foundation's objectives.

The Global Resilience Consortium is recognized as an associated community of the Foundation.

Associated communities do not possess independent authority to bind the Foundation unless expressly authorized by the Foundation Board or its designated officers.

Article 3 – Branches, Liaison Offices and Representative Offices

The Foundation may establish branches, liaison offices and representative offices in Switzerland or abroad in accordance with Article 5bis of the Statutes.

Such offices exist to advance the Foundation's purpose, maintain its presence, develop partnerships, coordinate activities and support programs in relevant countries or regions.

A branch, liaison office or representative office may be established by decision of the Foundation Board or by delegated authority subsequently ratified by the Board.

Article 4 – National Chapters

The Foundation may recognize national chapters where appropriate under local law.

A national chapter may be established as a local legal entity when required or useful under the law of the relevant country, provided that its purposes remain consistent with the Foundation's Statutes and charitable mission.

National chapters shall respect applicable local legal requirements while maintaining their affiliation with the Foundation and reporting to the Foundation Board or its designated officers.

The Foundation Board may establish additional guidelines governing the recognition, affiliation and operation of national chapters as circumstances require.

Article 5 – Advisory Council

The Advisory Council established pursuant to Article 17 of the Statutes is an international body composed of volunteers, advisors, experts, partners and supporters who assist the Foundation in advancing its mission.

For purposes of communication and public engagement, the Foundation may refer to the Advisory Council as the International Advisory Council to reflect its global composition and activities. Such designation does not create a separate governing body or legal entity.

Members of the Advisory Council serve in a voluntary advisory capacity unless otherwise agreed in writing.

Members of the Advisory Council may initiate, organize, sponsor, support or facilitate the establishment of associated communities, branches, liaison offices, representative offices, national chapters and other Foundation-related initiatives in their respective countries or regions, subject to recognition or approval by the Foundation Board or its designated officers.

Where local law requires or permits the creation of a separate legal entity, members of the Advisory Council may assist in its formation and organization, subject to applicable law and Foundation policies.

Membership in the Advisory Council does not confer authority to legally bind the Foundation, incur obligations, sign contracts, open bank accounts, employ staff or represent the Foundation in legal matters unless such authority is expressly granted in writing.

Article 6 – Approval and Recognition

The Foundation Board retains ultimate authority over the creation, recognition, suspension or termination of all associated communities, branches, liaison offices, representative offices, national chapters and related structures.

Approval may specify:

1. The name and designation of the entity or community;
2. The country, region or thematic scope;

3. The responsible person or coordinator;
4. The permitted activities;
5. Reporting requirements; and
6. Any financial or administrative conditions.

Recognition shall normally be evidenced by a Board resolution, written authorization, or other official record maintained by the Foundation.

The Foundation may withdraw recognition if an entity or community acts inconsistently with the Foundation's Statutes, charitable purposes, legal obligations, policies or reputation.

Article 7 – Legal Status and Authority

Unless expressly incorporated under local law with approval or subsequent recognition by the Foundation Board, associated communities, branches, liaison offices, representative offices and national chapters are internal or affiliated structures of the Foundation and do not possess separate legal personality.

Where local incorporation is required or approved, the local entity shall adopt purposes compatible with the Foundation's Statutes and shall remain subject to written affiliation, cooperation or recognition arrangements approved by the Foundation.

No associated community, chapter, office, volunteer, advisor or council member may bind the Foundation legally or financially without written authorization.

Article 8 – Activities

Approved entities and communities may undertake activities consistent with the Foundation's charitable purposes, including research, convening, education, partnership development, publications, forums, programs, fundraising support and public engagement.

Major projects, formal partnerships, grant applications, contracts, public policy statements or activities creating legal or financial obligations for the Foundation require prior approval by the Foundation Board or its designated officers.

Article 9 – Financial and Administrative Rules

Each approved entity or community shall maintain appropriate records of its activities and finances proportionate to its size and level of activity.

Where funds are received, spent or managed locally, accurate accounts shall be maintained in accordance with applicable local law and any requirements established by the Foundation.

No funds or assets may be used for private benefit or for purposes inconsistent with the Foundation's charitable mission.

The Foundation Board may request financial information, supporting records or an audit where necessary for legal, supervisory, donor, reputational or internal governance purposes.

Upon dissolution of an affiliated national chapter or other recognized legal entity, any remaining assets shall be distributed in accordance with applicable local law and, where legally permissible, transferred to the Foundation or to another charitable or public-benefit organization pursuing substantially similar purposes.

Article 10 – Reporting

Each active branch, liaison office, representative office, national chapter or associated community shall provide periodic activity reports to the Foundation.

Unless otherwise required, reporting may be simple and proportionate and may include:

1. A summary of activities;
2. Principal partnerships or initiatives;
3. Funds received or spent, if any;
4. Issues requiring Board attention; and
5. Planned future activities.

Unless otherwise determined by the Foundation Board, annual reports should normally be submitted no later than 31 January following the close of the reporting year.

The Foundation Board shall consolidate relevant information as needed for annual accounts, internal records, audit purposes and reporting to Swiss authorities.

Article 11 – Use of Name, Logo and Intellectual Property

The Foundation name, logo, trademarks, publications and intellectual property remain the property of the Foundation.

Approved entities and communities may use the Foundation name and logo only within the scope of their approved mandate.

The Foundation may suspend or revoke use of its name, logo or intellectual property at any time.

Article 12 – Compliance and Integrity

All associated communities, branches, liaison offices, representative offices, national chapters, Advisory Council members and volunteers shall act consistently with:

1. The Foundation’s Statutes;
2. This By-Law;
3. Applicable law;
4. The Foundation’s charitable purposes; and
5. Principles of integrity, transparency and responsible stewardship.

Any actual or potential conflict of interest shall be promptly disclosed to the Foundation Board. The Foundation Board may require recusal from discussion, decision-making or other activities where appropriate to protect the interests of the Foundation.

Article 13 – Suspension or Termination

The Foundation Board may suspend, reorganize or terminate recognition of any associated community, branch, liaison office, representative office, national chapter or related structure.

Grounds may include non-compliance with law, failure to report, financial irregularity, reputational risk, inactivity or activity inconsistent with the Foundation's purposes.

Upon termination, all authority to use the Foundation's name, logo, materials and affiliation shall cease.

Article 14 – Supplementary Policies and Directives

The Foundation Board may adopt supplementary policies, directives, guidelines and procedures consistent with the Foundation's Statutes and this By-Law as necessary for the effective administration of the Foundation and its associated communities, branches, liaison offices, representative offices, national chapters, Advisory Council and related activities.

Article 15 – Final Authority

The Foundation Board remains the supreme governing body of the Foundation and retains final authority over all associated communities, branches, liaison offices, representative offices, national chapters, advisory bodies and volunteer structures.

Article 16 – Entry into Force

This Internal By-Law enters into force upon approval by the Foundation Board and shall be submitted to the Swiss Federal Supervisory Authority for Foundations in accordance with Article 21 of the Statutes.

Approved by Board Decision 28 October 2024



Dr. Walter L. Christman
Chairman of the Board
Global Challenges Forum Foundation

cc: Mr. Riyadh Atwan, Vice-Chairman of the Board
Mr. Nabil Jean Sab, Secretary of the Board