

## STATUTES AND BYLAWS

The word “film” in the text which follows is used to include all types of motion pictures presented in any traditional or new formats; **including but not limited to** film, video, traditional terrestrial, satellite signal, and cable, or Internet protocol television.

### STATUTES

#### Article 1– Name and Head Office

##### 1.1

The international association resulting from the conference organized by UNESCO in Edinburgh in 1955 is named Centre international du film pour l'enfance et la jeunesse (abbreviated as CIFEJ) and International Centre of Films for Children and Young People.

##### 1.2

The Head Office is established in **Tehran, Iran**.

The relocation of the Head Office could be determined only after three years of its establishment and by the unanimous vote of the Board of Directors, based on the request of the Board or the host of the Head Office. The transfer of the Head Office can be executed only one year after each General Assembly.

#### Article 2 – Objectives

##### 2.1

Founded with the encouragement and financial aid of UNESCO, CIFEJ subscribes to the fundamental principals of this intergovernmental institution, an agency of the United Nations. Consequently, it aspires to actively contribute to reaching the humanitarian aims of UNESCO in education, in science, and in culture throughout the world (understanding between nations; respect of the Rights of Man and the Child; racial, linguistic and religious tolerance) by audio-visual means, and through cultural diversity.

##### 2.2

Its goals, and the means to achieve them, are described in greater detail in the following:

##### 2.2.1

To promote and encourage the production and dissemination of films from various countries and especially designed for children and youth or suitable for them, with the following objectives: entertainment, art, information, and education.

### 2.2.2

To coordinate action, both on the international level and within various countries, promoting the unimpeded circulation and exhibition of films suitable for a young audience, as well as of those made by children.

### 2.2.3

To collect, exchange, and disseminate information concerning:

- a) the world-wide production, distribution, and exhibition of such films, via the periodical publication of lists of films (cinema, television, video) selected for children and young people in different countries, and a directory of producers and distributors of children's films and programs;
- b) research about the influence of these films on children and young people, and about the tastes of children and young people;
- c) current legislation in force in different countries, notably with regard to the protection and education of children and young people in the sphere of audio-visual media;

### 2.2.4

To promote and coordinate all studies and investigations with regard to the cinema and television for youth;

### 2.2.5

To aid the development of children's and young people's education in the audio-visual language of the cinema and television, both in and out of school;

### 2.2.6

To find and encourage all those who might be associated with such an effort to undertake the initiation of children to the techniques and art of the audio-visual media;

### 2.2.7

To encourage the versioning in various languages of those films which promote international understanding and co-operation among young people, and cultural diversity;

### 2.2.8

To promote the production, the distribution, and exchange of films made by children and young people;

### 2.2.9

To coordinate the contacts and exchanges between the various organizations and persons who are working to achieve the above goals.

## **Article 3–Members and conditions of admission**

### **3.1**

An individual or corporate body that upholds the objectives of CIFEJ and that is active in the area of audio-visual media for children and young people may become a member. CIFEJ also nominates honorary members and welcomes Friends of CIFEJ.

## **3.2 Members**

### **3.2.1**

Members may be organizations or individuals.

### **3.2.2**

The application for admission must be addressed to the Board of Directors by way of the Secretariat. It must be accompanied, if necessary, by:

- a) a copy of the Statutes or of the incorporation of the association-candidate;
- b) a list of the associations, or the people, regrouped by the association-candidate, with some indication of the principal role or employment held outside of association;
- c) a list of the Board members of the association, with some indication of their responsibilities;
- d) a report of activities in the field of audio-visual media for children and young people.

### **3.2.3**

The application is reviewed by the board of directors. Based on the membership criteria and by simple majority of the votes of the board members, membership status could be conferred on the candidate. This approval could be gained electronically or at a board meeting.

### **3.2.4**

If not admitted, the candidate may request, by registered letter addressed to the President, a review of the application at the next General Assembly.

### **3.2.5**

A member is considered “national” or “international”. International organizations are those with members in a variety of countries.

### **3.2.6**

Members pay annual dues at a rate assessed by the Board of Directors and ratified by the General assembly.

### **3.2.7**

Members take on the following responsibilities:

- a) to do everything possible to make the goals and activities of CIFEJ known, to arouse maximum interest in them, to stimulate and coordinate useful actions to this effect in the various countries;

- b) to advise the Secretariat of any actions or events of an international or national nature which might have any interest for CIFEJ;
- c) to keep the Secretariat informed of the member's activities on a regular basis;
- d) to pay the dues required.

### **3.3 Honorary Members**

#### 3.3.1

Following the suggestion of the Board of Directors, the General Assembly may confer the title of honorary member on persons who have rendered distinguished service to CIFEJ.

#### 3.3.2

Honorary members need not pay dues, but, will receive all regular CIFEJ publications.

#### 3.3.3

They may attend general assemblies in a consultative role, and all other non-administrative meetings organized by CIFEJ, or involving its collaboration or patronage. They have no right to vote.

#### 3.3.4

If, on the other hand, an honorary member wishes to pay dues, he will have the right to vote.

### **3.4 Friends of CIFEJ**

#### 3.4.1

A corporate body or individual person interested by CIFEJ work may become a Patron of CIFEJ by making a voluntary contribution.

#### 3.4.2

Friends of CIFEJ do not receive regular CIFEJ publications.

#### 3.4.3

They may attend general assemblies in a consultative role, and all other non-administrative meetings organized by CIFEJ. They have no right to vote.

## **Article 4 - Resignation, Cancellation, Expulsion**

### 4.1

The qualification as member is lost by resignation, cancellation, or expulsion.

### 4.2

Resignation must be sent by way of the Secretariat to the Board, which will notify the next ordinary General Assembly.

#### 4.3

The Executive Director may propose to the Board that a member is considered “inactive” after notification of the interested member in case the member has ceased to pay its dues.

#### 4.4

The Executive Director may propose to the Board the cancellation of a membership after notifying the interested member in case the member has ceased to pay his dues for one year and ceased to communicate with the Secretariat.

##### 4.4.1

If there has been no concrete action by the member after 12 months, the membership may be canceled at the Board discretion.

#### 4.5

The Board of Directors may decide the expulsion of a member after notification of the interested member in cases where the attitude or the conduct of the member may gravely prejudice the aims and interest of CIFEJ. Expulsion of a member shall be ratified by two-thirds of the members present or represented at the next General Assembly; abstentions and spoiled ballots will be disregarded.

#### 4.6

A member who has resigned or been expelled, or whose membership has been cancelled, has no financial right concerning CIFEJ and may not claim repayment of the dues already paid.

### **Article 5 - Resources**

#### 5.1

The resources of CIFEJ consist of the dues paid annually by members, the revenues from cultural events or other events; and public or private grants, revenues from publications and advertising, bequests and gifts authorized by law.

### **Article 6 - Structures**

#### 6.1

The governing bodies of CIFEJ are the general assemblies, the Board of Directors, and the Executive Committee.

#### 6.2

The administrative and coordinating body is the Secretariat.

#### 6.3

Furthermore, specialized working groups can be formed by the governing bodies to carry out certain tasks.

6.4

Regional CIFEJ offices and liaison offices may be established. The purpose of these offices is to organize the work of CIFEJ members in a given region, and to facilitate the contacts between the region and the Secretariat. The creation and location of these offices, as well as their mode of operation, is decided by the Board of Directors, and ratified at the next General Assembly.

## **Article 7 - General Assemblies**

7.1

An ordinary General Assembly will be convened every two years.

7.1.1

A General Assembly can be convened by simple majority of the voting members, present or represented.

If the first General Assembly didn't reach the quorum, a second General Assembly will be called and it will be convened, this time, with any number of the members present or represented.

7.2

Each member whose dues are paid in full has the right to vote based on the principal "one member, one vote".

7.3

If a member is unable to be present at the General Assembly, this member may be represented by another member by submitting, through the Secretariat, a general or a specific proxy in writing.

7.3.1

Each paid up member can hold, at most, two (2) proxies.

7.4

The Executive Director proposes the agenda which is approved by the Board of Directors, and accepted by the General Assembly by a vote of two-thirds of the members present or represented; abstentions and spoiled ballots disregarded. Once the agenda has been approved, no new items may be added.

7.5

By simple majority, the General Assembly designates two scrutineers to verify the votes.

7.6

The ordinary General Assembly elects the members of the Board by secret ballot.

7.7

It elects auditors to verify the financial accounts.

7.8

The General Assembly receives the financial report covering the period since the last General Assembly, approves it, and also approves the budget for the coming period.

7.9

General Assemblies are called four months in advance, at the time and place approved by the Board of Directors. A draft agenda will accompany the notice.

7.10

An extraordinary General Assembly may be convened with three months notice at the request of at least one-third of the members whose dues are up-to-date or by the Board of Directors.

7.10.1

The extraordinary General Assembly can only deal with the matters for which it has been convened.

7.10.2

It votes by simple majority of the members present or represented; abstentions and spoiled ballots disregarded.

## **Article 8 - The Board of Directors and the Executive Committee**

8.1

There are nine members in total on the Board of Directors: the President, the Secretary General, and seven directors. All these nine members have the right to vote.

8.2

Candidates for election as director must meet the requirements as set out in the bylaws. Once elected, each director serves as an individual.

8.3

Seven directors are elected by secret ballot by the members as set out in the bylaws after the election of the President. These directors serve for a term of two years. They cannot serve for more than two consecutive terms. Half of the Board is eligible for re-election to its second term every two years. In addition, one substitute is elected in case a position on the Board becomes vacant before the next General Assembly at which there is a statutory election.

8.4

The ninth member of the Board, the Secretary General, is elected by the members in the country which houses the Secretariat; the choice is ratified by the General Assembly.

8.5

From its members, the Board of Directors elects one Vice-President. All responsibilities are conferred on the officer for two years, renewable until the end of her/his term as director.

8.6

The Board of Directors meets as often as the work of CIFEJ requires. It is entitled to make any decisions and to take any initiatives necessary.

8.7

Board meetings require a quorum of five directors. All directors on the Board have the right to vote.

8.8

In years in which there is no General Assembly, the Board receives the financial report covering the period since the last General Assembly, votes a provisional approval, and also approves the budget for the next year.

8.9

The Board may delegate the management of current operations to an Executive Committee, constituted according to the bylaws.

8.10

The Board of Directors or the Executive Committee may consult with representatives of the members or of the working groups, as the agenda requires. They may also call upon one or several representatives of UNESCO and other experts concerning items on the agenda.

8.11

Decisions of the Board and the Executive Committee are taken by simple majority of the directors present; if there is a tie, the President's vote is decisive.

8.12

If, for good cause, the statutory General Assembly cannot be held as planned, the Board of Directors, under exceptional circumstances, may make urgent decisions otherwise reserved for the General Assembly.

## **Article 9 - Presidency**

9.1

The President of CIFEJ is elected directly by a simple majority of the General Assembly prior to the election of other members of the Board of Directors.

9.2

The President is elected for two years; s/he may be re-elected twice.

9.3

The President votes at the Executive Committee, at the Board meetings, and during the General Assemblies.

9.4

The President represents CIFEJ during legal proceedings and in all civil affairs. S/he may delegate her/his authority, in whole or in part, to the Secretary General.

9.5

If, extraordinarily, the President is unable to delegate her/his authority and the Vice-President is unable to act, the duties of the President will be assumed, temporarily, by a Board member chosen by the Board, until the next General Assembly.

9.6

The President - or, in her/his absence, the Vice-President - presides over the General Assemblies and the Board meetings, as well as over the Executive Committee meetings. If both the President and the Vice-President are absent, the Secretary General will direct the debates.

## **Article 10 - Head Office**

10.1

The Head Office locates the Secretariat. It is responsible for the administrative and financial tasks, and executes the policies and decisions of the General Assembly. The Head Office supervises the regional offices.

10.2

The Board of Directors appoints a treasurer residing in the country where the Secretariat is based, for a period of two years. This appointment is ratified by the General Assembly. The treasurer works on a voluntary basis.

10.2.1

The treasurer attends Board meetings in a consultative capacity.

10.3

The Executive Director is an employee of CIFEJ, hired by the Executive Committee upon recommendation of the President.

10.3.1

Her/his term is for two years, and may be renewed; s/he may be dismissed for cause.

10.3.2

S/he attends Board meetings in a consultative capacity.

## **Article 11- Modification of Statutes**

11.1

The Statutes can be modified at an ordinary or an extraordinary General Assembly based on the request of the Board of Directors.

11.1.1

If two-thirds of the voting members are not present or represented at this first meeting, a second General Assembly will be convened.

11.1.2

This assembly is authorized to modify the Statutes, by a majority of two-thirds of the votes, disregarding spoiled ballots and abstentions, and in conformity with the stipulations of article 7, regardless of the number of members present.

11.2

In case a modification is proposed by one active member, the Board of Directors must be notified by registered letter, or by e-mail, two months before the ordinary or extraordinary General Assembly.

11.3

One month before the extraordinary General Assembly, the Board of Directors must bring the old texts and the proposed new text to the attention of the members.

11.4

The Statutes become effective upon adoption.

11.5

The bylaws may be modified by a simple majority at an ordinary General Assembly and must, at all times, conform to the Statutes.

## **Article 12 - Dissolution**

12.1

The decision to dissolve CIFEJ must be taken at an extraordinary General Assembly, which has a quorum of two-thirds of the members, present or represented, convened to deal with the matter.

12.1.1

For a proposal on dissolution to be accepted, it must be passed by a majority of two-thirds of the votes by members present or represented, disregarding spoiled ballots and abstentions, and in conformity with the stipulations of article 7.

12.2

If two-thirds of the voting members are not present or represented at this meeting, a second extraordinary General Assembly will be convened within three months.

12.2.1

This meeting is authorized to decide by a majority of two-thirds of the votes, disregarding spoiled ballots and abstentions, and in conformity with the stipulations of article 7, regardless of the number of members present or represented.

12.3

The extraordinary General Assembly, which decides on the dissolution will appoint one or several liquidators and will determine the manner in which the assets of CIFEJ will be distributed, in accordance with the legal requirements.

## **BYLAWS**

### **I. Admission into CIFEJ**

#### 1.1

All new applications for admission as a member of CIFEJ will be submitted to the admission committee through the Head Office.

#### 1.2

The admission committee is made up of the members of the Board.

#### 1.3

In no instance the majority members of the Board who vote for the admission of an applicant may come from the same country.

### **II. General Assembly**

#### 2.1

Notification: the date of the notification will be that of the postmark, the fax activity report, or the e-mail activity report.

#### **2.2 Agenda**

##### 2.2.1

Notification of the meetings of ordinary General Assemblies will be sent to all members four months in advance, and suggestions will be solicited.

##### 2.2.2

Any member may ask the Secretariat to include an item in the agenda, providing it is done three months prior to the General Assembly.

#### **2-3 Observers**

##### 2.3.1

In addition to their official delegates, members may send observers to the General Assembly.

##### 2.3.2

At the discretion of the Board of Directors, other observers may be invited.

##### 2.3.3

They do not have the right to vote but the President of the assembly may invite them to take part in the debates.

### **III. The Board of Directors**

#### 3.1

Candidates to the Board of Directors, including the President, are nominated from among the members by the members.

##### 3.1.1

The names of candidates must be sent to the Secretariat prior to two months before the date of the next General Assembly.

### 3.1.2

The Secretariat is responsible for verifying the qualifications of the candidates and informing the Board of Directors.

## 3.2

If the number of candidates is inadequate to meet the requirements of the Statutes, the Board will suggest additional candidates from among the willing delegates present at the General Assembly.

### 3.2.1

The nomination of a candidate implies that s/he accepts the financial conditions of participating in events.

### 3.2.2

If a candidate of the board is not present at the General Assembly and s/he has not given any logical explanation for her/his absence to the Head Office - in writing and before the General Assembly – her/ his nomination will not be accepted and s/he cannot be elected as a member of the Board.

## 3.3

Regardless of the number of candidates, the General Assembly will hold an election.

### 3.3.1

To be elected on the first ballot, the candidate must obtain the absolute majority of the votes of members present or represented by proxy; that is, all votes and abstentions will be counted.

### 3.3.2

The candidate having 50% of the votes plus 1 will be elected.

### 3.3.3

If there is no absolute majority, a second ballot will be held and candidates will be elected by simple majority, disregarding spoiled ballots and abstentions.

### 3.3.4

In case of a tie, the decision will be referred to the Board of Directors.

## 3.4

The specific responsibilities of the Secretariat and the treasurer of the Board are as follows:

### 3.4.1

The Secretariat oversees all reports of the Board meetings.

### 3.4.2

The treasurer oversees the financial management of CIFEJ. S/he is responsible for the preparation of the annual budget in conjunction with the Executive Director, and for all financial reports to the Board and to the General Assembly.

#### **IV. The Executive Committee**

4.1 The executive committee is made up of the President of CIFEJ, the Vice-president, the Secretary General, and the Executive Director.

4.2

Three voting members constitute the quorum of the Executive Committee.

4.3

It may also call on representatives of the members to serve on any working committees, which might be proposed.

#### **V. Secretary-General**

5.1

The responsibilities of the Secretary-General are the following:

5.1.1

Supervises the functions of the Secretariat's office, making sure that it applies the decisions taken and approved by the Board of Directors and/or the Executive Committee;

5.1.2

To second the directors in any of their tasks;

5.1.3

To be certain that CIFEJ is operating within the law of the host country;

5.1.4

To ascertain that CIFEJ benefits from any programs in the host country which might give financial support to CIFEJ: grants, gifts, sponsorships, etc.;

5.1.5

To suggest any new policies which might be appropriate for CIFEJ and which is made possible because of the opportunities in the host country.

5.1.6

The Secretary-General may assist the treasurer in his tasks.

5.2

The responsibilities of the Executive Director are the following:

5.2.1

To execute the decisions approved by the Board of Directors; to manage the daily functioning of the Secretariat: hiring staff; drawing up and administering the operational budget; maintaining correspondence, billing, mailing lists and the rest; overseeing the organization of Board meetings and assembly

meetings;

5.2.2

To circulate information of international interest to CIFEJ members and other interested persons;

5.2.3

To coordinate the work of CIFEJ at the international level;

5.2.4

To represent CIFEJ in dealings with third parties when appropriate.

## **VI. Costs of CIFEJ meetings**

6.1

The Board of Directors establishes the date and place of meetings: Board meetings, Executive Committee meetings, and working groups. Some consultations and decisions may also be carried over the phone or through email.

6.2

The Executive Director establishes the budget of the meetings according to the possibilities of the treasury; the acceptance by the Board of Directors of the place and date of the meeting implies acceptance of the budget.

## **VII. Delegates**

7.1

Members of CIFEJ are responsible for the expenses incurred by their delegates.

## **VIII. Language**

8.1

English is the working language of CIFEJ.

8.2

All official documents should be written in both languages, English and French.

8.3

At the time of the General Assembly, the language of the host country should also be admitted, if there results no further expenses for CIFEJ.

**Warsaw, Poland; January 21st, 2012**