

## **Statutes of Naturefriends International (NFI)**



### **Preamble**

The International Naturefriends Federation, founded in 1895, has its roots in the humanistic and social ideas subscribed to by the labour movement in the late 19<sup>th</sup> and early 20<sup>th</sup> centuries. The aims and fundamental values of that movement are epitomised in the paradigms of democratic socialism: freedom, justice, and solidarity.

These fundamental values of the Naturefriends movement purport that

- economic action is geared to the needs of people and to the preservation of the vital resources of the planet
- nobody must be disadvantaged or advantaged on account of colour, origin, political conviction, sex, or religion
- everybody is involved, on a basis of equality, in shaping social life
- political aims are pursued peacefully and
- nature is treated with respect.

The simultaneous pursuit of social, ecological, humanistic, and international goals is one of the Naturefriends movement's major contributions to societal development.

Inspired by this tradition, Naturefriends are nowadays guided by a comprehensive concept of sustainable development in accordance with the Agenda 2030 of the United Nations. This implies a lasting, socially just and environmentally compatible global design effort aiming at social existence in a spirit of international solidarity.

### **Article 1: Name, headquarters, activities**

1. The name of the organisation, whose activities are not profit-oriented, is „Naturefriends International“, abbreviation: NFI.
2. Naturefriends International has its headquarters in Vienna.
3. The organisation is active throughout the world. The financial year is the calendar year.

## **Article 2: Members**

Naturefriends International is the umbrella organisation of the Naturefriends organisations. The members of NFI shall be grouped into three member categories: Members with full voting rights (A-members), members with qualified voting rights (B-members) and members without voting rights (C-members).

Each member of NFI must have a legal personality in its own right, must be not-for-profit and democratic in its structure and decision-making. Applications for membership shall be submitted together with the effective statutes and an Association Register Abstract (or equivalent certification of power of agency). Each member of Naturefriends International shall be obliged to promptly inform the Board of Naturefriends International about any statutory amendments and/or changes in chairmanship.

### **1. A-Members**

Category-A members are organisations,

- which have incorporated the principal aims of NFI into their statutes and are seeking to translate them into practice
- which hold representative positions in countries and/or geographical sub-regions (e.g., in autonomous provinces or official sub-regions with their own parliaments)
- which seek to recruit members and whose activities are publicly oriented and which take an active part in the projects and campaigns of NFI.

New A-members shall be admitted by the Congress.

A-members are entitled to vote at the Congress and at the Annual Conference and have the right to elect and stand for election.

A-members are obliged to use the name "Naturfreunde" (in their respective national languages) and/or the logo in their publications (news magazines, newsletters, brochures, etc.).

There shall be not more than one Category-A member per country and/or sub-region.

## **2. B-Members**

Category-B members are organisations

- which have incorporated essential sub-aims of NFI into their statutes and are seeking to translate them into practice.
- which hold representative positions in countries and/or geographical sub-regions (e.g., autonomous provinces or official sub-regions with their own parliaments).
- which wish to cooperate with NFI at the international level.

B-Members are admitted by the Congress; decision on the related voting rights shall be part of the admission procedure.

B-members are entitled to at least one delegate vote at the Congress and at the Annual Conference.

B-members are entitled to use the designation "Naturfreunde" (in the respective national language) as well as the NFI logo.

There shall be not more than one Category-B member per country/sub-region; no Category-B members shall be admitted from countries and sub-regions with established A-members.

## **3. C-Members**

Category-C members are organisations

- which have incorporated the principal aims of NFI into their statutes and are seeking to translate them into practice.

New C-members are admitted by the Annual Conference.

Category-C members shall have an advisory vote at the Congress and at the Annual Conference.

C-members may use the name "Naturfreunde" (in the respective national language) as well as the NFI logo.

There can be several C-members in a single country. No C-members can be adopted in countries with established A-members.

### **Article 3: Aims of Naturefriends International**

1. To promote the relations and exchange between the members of NFI and to prepare the ground for setting up and promoting new members.
2. To promote the translation into practice of the principle of sustainable development which ensures that social justice and ecological compatibility are combined on a lasting basis.
3. To promote cross-border protection of environment, nature, and landscapes as a contribution to safeguarding the natural basis of our existence.
4. To promote the internationally agreed climate targets.
5. To promote sustainable and socially sound tourism development and leisure-time pursuits.
6. To contribute to the global sustainable development in particular in the countries of the Global South through measures designed to create and support climate justice, to foster democratisation, to reduce poverty, and to safeguard ecological resources, with special emphasis on access to education and on gender equality.
7. To promote the integration and inclusion of people of different culture, religion, or ethnic origin as well as of socially disadvantaged people and people with disabilities.
8. To establish and build up relations with other international organisations that are committed to democracy, international understanding, sustainable development, and that take a stand for a just world economic order.
9. To promote mutual understanding, friendship and solidarity among the people and states of all nations.

### **Article 4: Purpose and Activities of the Organisation**

According to its statutes, the organisation shall exclusively and directly pursue charitable objectives in order to achieve the above-stated aims of the organisation; to that purpose, it engages in the following non-profit activities:

1. Organisation of international meetings for the purpose of exchanging information and preparing projects and campaigns designed to strengthen awareness of sustainability.
2. Implementation of projects, campaigns, seminars, and events designed to advance

the objectives pursued by Naturefriends International and its members.

3. Contribution to the protection of the environment, nature, and landscapes, to climate justice, and to sustainable development and development cooperation.
4. Contribution to the promotion of sustainable tourism development and sustainable leisure-time pursuits accessible for all people and to sustainable regional development.
5. Support of social, cultural, and sports activities of members.
6. Representation of the interests of members in the areas of social, development and environment policies at the European and the international level.
7. Issuing of publications (in print and online), design of a website.
8. Acquisition of financing and funding schemes for activities to implement the aims of Naturefriends International and its members.
9. In order to effectuate the above-mentioned objectives, Naturefriends International can set up holding companies.
10. Promotion of Naturefriends youth organisations.

#### **Article 5: Children and Youth Work**

Children and youth work is entrusted to International Young Naturefriends (IYNF), whose activities are governed by the IYNF Statutes which are subject to the approval of the NFI Board.

The annual financial statement and the minutes of the last IYNF general assembly shall be presented to the NFI Annual Conference.

#### **Article 6: Finances**

To enable Naturefriends International to perform its tasks, an annual subscription shall be collected from all A and B-members. The amount and the date due for payment shall be determined by the Congress for the following Congress period.

Further financial means for achieving the organisation's aims shall be subsidies, donations, and gifts, as well as financial contributions of participants and/or cooperation partners where necessary to cover expenses.

For its financial obligations the NFI shall be liable with its assets only. The sole exception from this rule shall be actions by officials which are in contravention of civil or criminal law.

#### **Article 7: Resignation**

Members may resign from NFI, giving six months' notice, prior to the end of the calendar year. Until the expiry of the period of notice, they shall have to meet all the obligations incurred under the present Statutes and under decisions taken.

#### **Article 8: Expulsion**

Members that prejudice the reputation of Naturefriends International, that disregard the Statutes and decisions taken or that fail to pay their subscriptions, can be expelled from NFI by a decision of the Annual Conference taken with a three-quarter majority. Expelled A- and B-members are entitled to appeal against this decision to the Congress, within three months of receiving notice of expulsion. Until a decision is taken by the Congress, all the rights and duties of the expelled members shall be suspended.

#### **Article 9: Bodies of Association**

The bodies of Naturefriends International shall be:

1. The Congress
2. The Annual Conference
3. The Board
4. The Audit Commission
5. The Arbitration Commission.

#### **Article 10: The Congress**

1. The Congress shall be composed of:
  - a. the delegates of the members: Categories A and B with voting rights, Category C in an advisory capacity
  - b. eight delegates from IYNF
  - c. the voting members of the Annual Conference

- d. the members of the Audit Commission in an advisory capacity
  - e. the chairperson of the Arbitration Commission in an advisory capacity
  - f. the Executive Director in an advisory capacity.
2. In addition to their representatives in the Annual Conference, Category-A members are entitled to one delegate vote as of 1 000 members, for whom fees are paid to NFI. As of 4 000 members, for whom fees are paid to NFI, they are entitled to a further delegate vote and thereafter to one delegate vote for every additional 4 000 members, for whom fees are paid to NFI. From 40 000 members onwards, one further delegate vote for every additional 5 000 members, for whom fees are paid to NFI, is added.

The number of delegates of Category-B members shall depend on the pertinent decision taken at the previous Congress, whereby they are entitled to at least one delegate vote.

One delegate can represent up to four votes. A vote may be transferred in written form to another member entitled to vote. Members' right to vote is subject to payment of the annual membership-fee.

3. In case exceptional circumstances such as a pandemic or another severe crisis arise that make it difficult or impossible to hold the Congress in a regular manner, the Congress may be held in virtual form and in English language. This requires the approval of the Annual Conference, which can also be obtained by circular resolution. For the virtual Congress, the following amendments shall apply with regard to Article 10.2: One delegate can represent up to 10 votes.
4. The Congress shall take place every three years and is to be convened by the Board six months in advance, with the agenda attached to the letter of invitation.
5. An Extraordinary Congress must be convened at the request by at least one tenth of the members entitled to vote.
6. The Congress has a quorum, when more than one half of the votes of delegates entitled to vote are present.
7. The Congress is opened by the President of Naturefriends International or by his representative. The Congress elects the Congress Presidium and adopts Rules of Procedure.

8. The Congress shall serve the exchange of experience and the framing of NFI's policies and shall deliberate and decide on the following:
- a. positions on fundamental and international issues
  - b. acknowledging and approving the reports, the balance sheets and the profit and loss accounts
  - c. approving the actions of the Board
  - d. amendments of the Statutes, including the determination of the seat of Naturefriends International
  - e. motions
  - f. deciding on the core issues and potential common campaign for the following Congress period
  - g. fixing the fees payable to Naturefriends International, to International Young Naturefriends and to the Solidarity Fund
  - h. admission of category A and B members as well as any changes in the status of members
  - i. exclusion of members in case of appeal as defined in Article 8
  - j. the election of
    - (1) the Board:
      - the President
      - up to five Vice-Presidents, one of whom shall assume the position of Treasurer
    - (2) the Audit Commission and
    - (3) the Arbitration Commission
- The terms of office of the Board, the Audit Commission and the Arbitration Commission begin with the election at the Congress and end with the new election of the above listed bodies and officials at the subsequent Congress.
9. Motions can be submitted to the Congress by the bodies of Naturefriends International, by members entitled to vote and by International Young Naturefriends. Motions must reach the Board at least three months prior to the Congress. They have to be circulated to members two months prior to the Congress. At the Congress motions can only be submitted if they are seconded by at least one third of the



delegates' votes present.

10. Decisions

- a. Decisions shall be taken by a simple majority of the voting delegates present.
- b. At the request of a member eligible to vote, the adoption of a motion can be made dependent on the majority of voting members being added to the majority of voting delegates.
- c. A qualified majority of two thirds of the delegates' votes present is required for amendments of the Statutes, fixing of the annual membership-fees and the exclusion of an A- and B-member.

11. The expenses of Congress delegates shall be covered by the sending organisations. The expenses of the Board, of the members of the Audit Commission and of the chairperson of the Arbitration Commission shall be covered by Naturefriends International.

12. Elections under Article 10, Pt. 8, letter j, shall be by secret ballot.

**Article 11: The Annual Conference**

1. The Annual Conference comprises:
  - a. the members of the Board that are entitled to vote
  - b. one representative of each Category-A and Category-B member, holding key positions in the respective members' top executive bodies and one representative of IYNF holding a key position in its top executive body
  - c. one representative of each Category-C member in an advisory capacity
  - d. the Executive Director of NFI and one member of the Audit Commission in an advisory capacity
2. The Annual Conference shall meet at least once a year. It shall be convened by the Board. If at least three Category-A members, stating their grounds, request a meeting of the Annual Conference, the meeting must be convened within four weeks.
3. In Congress years, no Annual Conference is held.
4. The Annual Conference shall have a quorum when at least half of the members with voting rights are present. Decisions shall be taken by a simple majority. In case of a tie, a motion is rejected.

5. The Annual Conference serves the exchange of experience and the framing of policies within Naturefriends International and has to perform the following tasks:
  - a. Monitor and review the execution of decisions taken by the Congress
  - b. Admit new category A and B members and decide on their membership fees on a provisional basis, subject to confirmation by the subsequent Congress.
  - c. Admit category C members
  - d. Adopt the annual programme of NFI, in particular the respective priority campaign(s)
  - e. Adopt and amend the Rules of Procedure of NFI
  - f. Approve the budgets, the balance sheets as well as reports.
6. Negotiating language is English. The expenses of the delegates shall be covered by the sending organisations. The expenses of the members of the Board and of the Audit Commission shall be covered by Naturefriends International.
7. In case extraordinary circumstances prevent a physical Annual Conference in the presence of all participants or such a meeting would be deemed unreasonable for the members, general assemblies may also be held without the physical attendance of participants (e.g., via telephone or video conference call). Similarly, urgent decisions may be taken by means of circulation procedure via e-mail.

#### **Article 12: The Board**

1. The Board shall be constituted by the President, up to five Vice-Presidents, one of whom shall assume the position of the Treasurer, and the representative appointed by IYNF. The Executive Director of NFI is member of the Board in an advisory capacity. The members of the Board work in an honorary capacity. Not more than two members of the Board should belong to the same member organisation. Care shall be taken to achieve geographical and gender balance and involve smaller members in the Board.
2. In case a member resigns during his/her term of office, the Board shall be entitled to co-opt another member as a substitute but shall have to obtain subsequent approval by the Annual Conference. Any actions taken by co-opted Board members shall be valid until, if that is the case, the Annual Conference rejects confirmation of the co-optation. The co-opted member shall replace the resigned member for the remainder

of the latter's term of office. In case the Board becomes inoperative, permanently or for an unforeseeable period of time, without supplemental co-optation, the Auditors shall be obliged to promptly convene an extraordinary Congress for the purpose of election of a new Board.

3. The Board manages the ongoing business and performs the tasks as laid down in the Statutes and set by the Congress and the Annual Conference. It employs the requisite staff, appoints the Executive Director, and monitors and reviews his/her work.
4. The Board has a quorum when at least half of its voting members are present. Decisions are taken by simple majority. In case of a tie, a motion is rejected. Should no quorum be met, decisions may be taken subsequently by electronic circular resolution.
5. The Board shall adopt its Rules of Procedure.
6. The President or, in his/her absence, one of the Vice-Presidents, shall represent Naturefriends International in all internal and external matters.
7. The Board's term of office is 3 years. Board members shall be entitled to stand for re-election for an unlimited number of times.

### **Article 13: The Secretariat**

The Secretariat is headed by the Executive Director. The Executive Director's remit is laid down in the Rules of Procedure of the Board and in the employment contract.

### **Article 14: The Audit Commission**

The Audit Commission consists of two to three persons. Each member of the Audit Commission shall come from different NFI members.

It is the Audit Commission's task to monitor compliance with the organisation's Statutes and the implementation of decisions, to periodically audit the books of account and the cash on hand and the balance sheet for consistency with the amounts budgeted and for calculation errors and to report to the Annual Conference and Congress.

The audit of the annual financial statement shall take place within four months of its completion. The Board shall present the Auditors with the necessary documents and provide all necessary information.

The Audit Commission shall be constituted immediately after being elected and shall elect a chairperson from among its members.

One member of the Audit Commission shall be entitled to attend the meetings of all bodies in an advisory capacity.

#### **Article 15: The Arbitration Commission**

An Arbitration Commission consisting of five persons shall decide disputes between members or between the latter and the bodies of Naturefriends International.

The Arbitration Commission shall constitute itself immediately following its election and shall select a chairperson from among its members.

The members of the Arbitration Commission shall be impartial and may not belong to any body – with exception of the Congress – the activity of which is subject of the dispute.

Without being bound by any specific rules, the Arbitration Commission shall decide in all conscience as a collegiate body of five persons. Its decisions shall be taken by simple majority. Decisions made by the Arbitration Commission can be appealed against at the subsequent Congress. Appeals must be lodged within three months.

#### **Article 16: Dissolution**

1. A decision on the dissolution of Naturefriends International can only be taken by a Congress specially convened for this purpose. At least three quarters of the Category-A and Category-B members must be represented at the Congress, and at least three quarters of the voting delegates and of the Category-A and Category-B members present have to vote in favour of the dissolution. The Congress which decides on the dissolution shall, in compliance with paragraph (2) also decide on the appropriation of the assets of Naturefriends International.
2. Upon the dissolution of the association or the lapse of its fiscally advantaged non-profit purpose, its remaining, undiminished assets shall be donated to charities – as defined in §§ 34 ff of the Bundesabgabenordnung (Federal Tax Code) – in particular in the fields of nature and environment protection and of sustainable development. This rule shall also apply if the association is dissolved by official order.

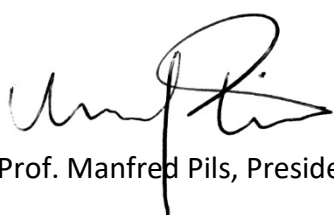
**Article 17: Final Provisions**

The fiscal year shall be the calendar year. Naturefriends International's registered seat shall be the legal venue. The German version of the present Statutes shall be the original text.

The present Statutes were approved by the Congress on 28 November 2020.

Spital am Pyhrn (Austria)

7. October 2023

A handwritten signature in black ink, appearing to read 'M. Pils', with a stylized flourish at the end.

Prof. Manfred Pils, President