

STATUTES OF THE CYPRUS RED CROSS SOCIETY

**Adopted by the Council and
the General Assembly
in January 2012**

TABLE OF CONTENTS

Preamble

SECTION I: GENERAL PROVISIONS

Article 1 – Legal status in Cyprus

Article 2 – Relations with other components of the Movement

Article 3 – Agreements

Article 4 – Emblem

Article 5 – Amendments of Statutes

SECTION II: GENERAL OBJECTS AND SPECIFIC TASKS

Article 6 – Objects and tasks

SECTION III: MEMBERSHIP

Article 7 – Membership

Article 8 – Duties and rights of subscribing members

Article 9 – Loss of the status of member of the CRCS

SECTION IV: GOVERNING BODIES

Article 10 – No conflict

Article 11 – General Assembly

Article 12 – Council

Article 13 – Executive Committee

Article 14 – President/Vice-President

Article 15 – Treasurer

Article 16 – Finance Committee

SECTION V: MANAGEMENT

Article 17 – Director

SECTION VI: SUBSIDIARY UNITS

Article 18 – Interpretation

Article 19 – Formation and Dissolution

Article 20 – Operation and government

Article 21 – Youth Section

SECTION VII: ELECTION AND ROTATION

Article 22 – Term of office/reelection

SECTION VIII: FINANCIAL MATTERS

Article 23 – Control and management of funds and property

Article 24 – Immovable property

Article 25 – Use of funds

Article 26 – Investments

Article 27 – Bank accounts

Article 28 - Donations

Article 29 – Financial statements

**SECTION IX: TRANSITIONAL PROVISIONS / INTERPRETATION / COMING INTO
FORCE**

Article 30 – Transitional Provisions

Article 31 – Interpretation

Article 32 – Coming into force

STATUTES OF THE CYPRUS RED CROSS SOCIETY

Preamble

The Cyprus Red Cross Society (hereinafter “the CRCS”) was officially established by law no 39/1967, which came into force on the 1st November 1969 (hereinafter “the Law”) although it originated in 1950 as a Branch of the British Red Cross – Cyprus being a British colony at the time – which evolved into the CRCS after independence and the establishment of the Republic of Cyprus in 1960.

Its constitution is based on the Geneva Conventions of 1949 (hereinafter “the Geneva Conventions”) and their three Additional Protocols of 1977 and 2005 (hereinafter “the Additional Protocols”), to which the Republic of Cyprus is a party. The CRCS shall be guided in its work by the principles of international humanitarian law and shall respect the Fundamental Principles of the Movement which are set below:

Humanity

The International Red Cross and Red Crescent Movement, born of a desire to bring assistance without discrimination to the wounded on the battlefield, endeavours, in its international and national capacity, to prevent and alleviate human suffering wherever it may be found. Its purpose is to protect life and health and to ensure respect for the human being. It promotes mutual understanding, friendship, co-operation and lasting peace amongst all peoples.

Impartiality

It makes no discrimination as to nationality, race, religious beliefs, class or political opinions. It endeavours to relieve the suffering of individuals, being guided solely by their needs, and to give priority to the most urgent cases of distress.

Neutrality

In order to continue to enjoy the confidence of all, the Movement may not take sides in hostilities or engage at any time in controversies of a political, racial, religious or ideological nature.

Independence

The Movement is independent. The National Societies, while auxiliaries in the humanitarian services of their governments and subject to the laws of their respective countries, must always maintain their autonomy so that they may be able at all times to act in accordance with the principles of the Movement.

Voluntary Service

It is a voluntary relief movement not prompted in any manner by desire for gain.

Unity

There can be only one Red Cross or one Red Crescent Society in any one country. It must be open to all. It must carry out its humanitarian work throughout its territory.

Universality

The International Red Cross and Red Crescent Movement, in which all Societies have equal status and share equal responsibilities and duties in helping each other, is worldwide.

SECTION I: GENERAL PROVISIONS

Article 1 – Legal status in Cyprus

- (1) The CRCS is established under the Law as a body corporate which shall have perpetual succession and a common seal, the power to sue and be sued in its corporate name and the power to acquire, hold and dispose of movable and immovable property.
- (2) Under the Law, the CRCS is recognised by the Republic of Cyprus as a voluntary aid society, auxiliary to the public authorities in the humanitarian field, both for the purposes of the Geneva Conventions and otherwise.
- (3) Pursuant to the Law, the independence and the voluntary nature of the CRCS shall at all times be respected in accordance with the resolution relative to National Red Cross Societies adopted by the General Assembly of the United Nations on 19th November 1946.
- (4) In relation to the public authorities, the CRCS maintains an autonomy that allows it to act at all times in accordance with the Fundamental Principles of the Movement and the public authorities shall at all times respect the adherence by the CRCS to the Fundamental Principles of the Movement.
- (5) The CRCS is recognised by the authorities of the Republic of Cyprus as the only Red Cross Society in Cyprus and carrying out its activities in the territory of the Republic of Cyprus.
- (6) The headquarters of the CRCS (hereinafter “the Headquarters”) shall be located in Nicosia.

Article 2 – Relations with other components of the Movement

The CRCS shall act at all times in accordance with the Geneva Conventions and the Additional Protocols, with the Statutes of the Movement and with the Constitution of the International Federation of Red Cross and Red Crescent Societies. Further, the CRCS shall abide at all times by the Resolutions of the Statutory Meetings of the Movement, the International Conference of the Red Cross and Red Crescent and the Council of Delegates.

Article 3 – Agreements

Agreements concluded with other organizations or entities, in particular with the public authorities regarding the execution of a public service, shall be in writing and cannot in any way impose an obligation for the CRCS to act contrary to the Fundamental Principles.

Article 4 – Emblem

(1) Pursuant to the Law, the CRCS shall have the right to use the heraldic emblem of a red cross on a white ground, formed by reversing the Swiss Federal colours.

(2) The emblem shall be used in conformity with the Geneva Conventions, the Additional Protocols, the 1991 Regulations on the use of the emblem by the National Societies and the legislation of the Republic of Cyprus applicable to the use of the emblem.

(3) The Council may establish appropriate Rules for the use of the emblem in conformity with the instruments mentioned in this Article above.

(4) It shall not be lawful for any person, other than those authorised under the Law or the Geneva Conventions, to use for any purpose the aforementioned emblem or the emblems of the red crescent, or red lion and sun on a white ground, or any colourable imitations thereof or the words “Red Cross” and any misuse of such emblems shall be an offence punishable by a fine and/or imprisonment in accordance with applicable national legislation.

Article 5 – Amendment of Statutes

(1) The provisions of the Statutes can be amended only by the General Assembly with a quorum of fifty-one percent (51%) of its members indicated in Article 11(1) herein below and a qualified majority of seventy-five percent (75%) of those present and voting.

(2) Any proposed amendment to the Statutes shall be submitted to the Joint ICRC/ International Federation Commission for National Society Statutes and its recommendations shall be taken into account before such amendments may be adopted by the General Assembly.

SECTION II: GENERAL OBJECTS AND SPECIFIC TASKS

Article 6 – Objects and tasks

The principal object of the CRCS is to prevent and alleviate suffering with complete impartiality, making no discrimination as to nationality, race, sex, religion or faith, language, class, political opinions or any other ground of discrimination.

For this purpose, its task is in particular:

1. to act as a Voluntary Aid Society auxiliary to the public authorities in the humanitarian field both for the purposes of the Geneva Conventions and otherwise;
2. to act in case of armed conflict, and in peacetime to prepare to act, in all the fields covered by the Geneva Conventions and on behalf of all the victims, both civilian and military;
3. to carry on and assist in work to the improvement of health, the prevention of disease and the mitigation of suffering throughout the world in time of peace or war;
4. to organize and provide relief services in emergency or disaster and to cooperate with other National Societies if necessary;
5. to maintain a permanent and active organization and in particular:
 - (a) to be organized, equipped and ready at all times,
 - (b) to recruit members,
 - (c) to recruit, train and assign such personnel and volunteers as are necessary for the discharge of its responsibilities,
 - (d) to arouse public interest in the work of the CRCS and to organize appeals for funds,
 - (e) to raise, train and administer Voluntary Aid Detachments in accordance with the CRCS's regulations,
 - (f) to afford members and others acknowledging the ideals of the Movement opportunities of meeting together so as to give practical effect to the objects of the CRCS,
 - (g) to take any action necessary for the protection of the Red Cross emblem and of the words "Red Cross", of the other distinctive emblems protected under the Geneva Conventions and the Additional Protocols and their names, and of the CRCS's own emblem, name, uniform and badges;
6. to restore family links, to help family members re-establish contact and to provide information about their welfare, after separation due to war, internal conflict, natural disaster, death or illness;

7. to inspire boys and girls with the spirit of the Red Cross and to promote the participation of children and young people in the work of the Red Cross and Red Crescent;
8. to promote the Fundamental Principles of the Movement and international humanitarian law in order to develop humanitarian ideals among the population, and in particular among children and youth;
9. to supplement the medical, nursing and welfare services of the armed forces and the civil authorities in their work for the sick and wounded by providing auxiliary personnel, additional stores, special equipment and extra comforts where needed, and in emergency, until official provision is made, by supplying any essential personnel and supplies that are lacking;
10. to give instruction and training to the public in first aid, home nursing, how to respond to emergencies and disasters and other situations within the scope of the activities of the Red Cross;
11. in support of the public authorities, to cooperate with them in order to ensure respect for international humanitarian law including the promotion, dissemination and national implementation of international humanitarian law, as well as the protection of the distinctive emblems;
12. to establish, operate and maintain institutions falling within, and in the furtherance of, any of the objects of the CRCS;
13. generally to act as a channel through which the public may express their sympathy for the sick and suffering but, except as mentioned in paragraphs (3), (4), (9) and (14) herein above not to subsidise government schemes or assume responsibilities which are the legitimate functions of government;
14. to cooperate with government and local authorities and other voluntary organizations engaged in work similar to that of the CRCS provided the CRCS retains administrative control over its own funds, personnel and material;
15. to rely for its maintenance on voluntary contributions, and, whenever possible, to give its assistance free, provided that certain regular and specified services may be administered on the basis that those who are able and willing should contribute towards expenses, and provided also that grants-in-aid may be accepted from government or local authorities;
16. to purchase, take on lease or hire or otherwise acquire and hold, accept by way of gift, improve, manage and develop, sell, transfer, exchange, assign, demise, mortgage, dispose of or otherwise deal with or turn to account, any movable or immovable property or assets of the CRCS for the purposes of the CRCS;

17. to borrow money, take out loans, raise money, credit or other facilities and to take up or secure its liabilities as may be thought fit;
18. to invest all moneys and funds of the CRCS which are not immediately required for its purposes in or upon such investments, securities or property as may be thought fit;
19. to exercise any other powers or functions under the Law, the Statutes, or any Rules and do all such other acts and things as are or may be deemed necessary for, incidental or conducive to, the attainment of any of the objects of the CRCS or the exercise of any of its powers;
20. to act in accordance with the spirit and provisions of the Geneva Conventions, the Additional Protocols and the Fundamental Principles of the Movement.

SECTION III: MEMBERSHIP

Article 7 – Membership

(1) Membership of the CRCS is without any discrimination based on nationality, race, sex, religion or faith, language, class, political opinions or other ground of discrimination and, subject to the provisions of the Statutes and any Rules issued thereunder, is open to all persons living in Cyprus.

(2) The classes of members of the CRCS are the following:

(a) Subscribing members

Subscribing members are those persons who offer voluntary service and pay the annual membership subscription determined by the General Assembly. Subscribing members shall be registered with one of the CRCS's Branch Committees

(b) Honorary members

Honorary members are those persons who have been so designated by the Council in recognition of exceptional services to the CRCS or a Subsidiary Unit thereof, or has displayed interest in the work of the CRCS or of a Subsidiary Unit thereof, or is likely in the future to do so.

The Council may appoint such a person to be:

- (i) an Honorary President of the CRCS or of a Subsidiary Unit thereof, as the case may be, or
- (ii) an Honorary Vice-President of the CRCS or of a Subsidiary Unit thereof, as the case may be.

Honorary members shall not have any executive authority or any right to vote, to elect or to be elected in the meetings of the CRCS but shall not be debarred from giving their services to the CRCS or to a Subsidiary Unit thereof in some other capacity.

(c) Patrons

The Council may appoint a Patron or Patrons of the CRCS. The office of Patron shall not carry with it any executive authority and Patrons shall have no right to vote, to elect or to be elected in the meetings of the CRCS.

Provided that the Council shall determine and publish in such manner as it thinks fit the classes of members of the CRCS and the conditions on which such membership is to be enjoyed, and may vary the same from time to time.

Article 8 – Duties and rights of subscribing members

- (1) The subscribing members of the CRCS have the following duties:
 - (a) to adhere to and disseminate the Fundamental Principles;
 - (b) to promote the work of the CRCS;
 - (c) to recognize and obey the Statutes and any Rules issued thereunder;
 - (d) to pay the annual membership subscription;
 - (e) to participate actively in the work of the CRCS.

- (2) The subscribing members of the CRCS have the following rights:
 - (a) subject to the provisions of these Statutes and any Rules issued thereunder, to elect and be elected to the governing bodies of the CRCS;
 - (b) to participate and vote in the general meetings of Subsidiary Units and, if elected, in the assemblies of higher levels of the CRCS;
 - (c) to receive information about the work of the CRCS;
 - (d) subject to the provisions of these Statutes and any Rules issued thereunder, to present proposals and raise issues with any authority in the CRCS.

Provided that subscribing members of the CRCS who are employees of the CRCS shall not have any voting rights and shall not have the right to be elected to any elected post of the bodies of the CRCS, for so long as they remain employees of the CRCS.

Article 9 – Loss of the status of member of the CRCS

- (1) Any member may give notice of termination of his membership in writing at any time.

(2) Subscribing membership expires after twelve months, unless the subscription is renewed. Subscribing members shall receive a reminder of the need to renew the subscription one month before expiry.

(3) Membership shall terminate automatically upon a member's death.

(4) Branch Committees may expel members for serious cause, of which the member shall be informed promptly. Any member so expelled shall have the right to appeal to the Council of the CRCS, whose decision shall be final and binding. The Council may make Rules for the hearing of appeals so as to ensure that no member is unjustly treated and that the procedure is fair and in accordance with Cyprus law. The Council shall furthermore specify such grounds as may constitute serious cause. Serious cause for the purpose of expulsion is defined as the display of character or morality incompatible with the seven Fundamental Principles or engagement in activities which are detrimental to the reputation or the activities of the CRCS.

SECTION IV: GOVERNING BODIES

Article 10 – No conflict

Members of the governing bodies of the CRCS shall act solely in the interest of the CRCS. In the event that a member of the governing bodies obtains a high-ranking position in the public service or a political party, the member should resign from his or her functions within the CRCS. Failing that and as a minimum, the member shall do his or her utmost to ensure that his new functions do not give rise to a conflict of interest. In the event of a conflict of interest, the member shall abstain from taking part in decision-making and the said conflict shall be resolved in the sole interest of the CRCS.

Article 11 – General Assembly

(1) The General Assembly represents the CRCS as a whole. It is composed of:

(a) the members of the Council;

(b) the presidents of the Branch Committees; and

(c) the elected representatives of the Branches elected for the purpose at General Meetings of such Branches. Provided that the number of such elected representatives shall not exceed 1% (one percent) of the members of the CRCS or 100 (one hundred) persons, whichever highest.

Provided further that the number of representatives elected by each Branch and the procedure relating thereto shall be determined by the Council so as to ensure that each Branch is represented in due proportion to its size and number of members.

- (2) The Director and the Deputy Director, if any, shall participate in an advisory capacity in sessions of the General Assembly, but without voting powers.
- (3) Subject to the provisions of the Statutes and any Rules, the General Assembly is the highest authority of the CRCS and its functions are:
 - (a) to elect up to fifteen (15) members of the Council (hereinafter “the Elected Members”);
 - (b) from the Elected Members, to elect the President of the CRCS;
 - (c) from the Elected Members, to elect one (1) or two (2), as the General Assembly may at its discretion decide, Vice-Presidents of the CRCS;
 - (d) to formulate the mission and policies that govern the CRCS;
 - (e) to approve the plans and the activities of the CRCS;
 - (f) to approve the financial statements of the CRCS;
 - (g) to appoint the auditors of the CRCS;
 - (h) to determine the amount for membership subscription; and
 - (i) to ensure that the Statutes and any Rules are up-to-date, approve any amendments thereto or any new Statutes or Rules and monitor the compatibility of relevant national laws with the objectives of the Red Cross and Red Crescent Movement.

Provided that during the years that the General Assembly does not meet in ordinary session, its functions specified in sub-paragraphs (e), (f) and (g) of this paragraph shall devolve on the Council of the CRCS.

Provided further that the General Assembly’s functions specified in sub-paragraphs (a), (b) and (c) of this paragraph shall be exercised at each alternate ordinary session (i.e. every four (4) years).

- (4) The General Assembly shall be convened every two years in ordinary session at a time and place to be fixed by the previous General Assembly or by the Council acting under the authority delegated to it by the General Assembly.
- (5) The General Assembly shall meet in extraordinary session on the initiative of the President in agreement with the Council or at the request in writing to the secretary of the General Assembly upon which the President, or failing him the Vice President and, if there is more than one present, then (unless they otherwise agree between themselves) the

senior one in tenure present and if equal, by age, and failing them the secretary of the General Assembly, shall convene an extraordinary session of the General Assembly.

- (6) The General Assembly shall be convened by at least four weeks' notice in writing being given by the secretary of the General Assembly to all those entitled to take part, or, if the Council shall so direct, in the case of an extraordinary session, by such shorter notice as it may direct, such notice being given by fax, email, post, delivered personally or by a notice published in the press. The notice shall give details of the date, the place, and the business of the session of the General Assembly.

Provided that the accidental omission to give notice of a session to any of the members of the General Assembly or the non-receipt by any member of such notice shall not invalidate any resolution passed or decision taken at such session.

- (7) The sessions of the General Assembly shall be chaired by the President of the CRCS and the Director shall be ex officio the secretary thereof. In the President's absence or in the event of his incapacity to act, the powers and duties of chair shall devolve on the Vice President and, if there is more than one present, then (unless they otherwise agree between themselves) the senior one in tenure present and if equal, by age. In the absence or incapacity of a Vice President, then the members present shall elect a chair of the session from among themselves.
- (8) Unless otherwise provided for in the Statutes, the quorum for sessions of the General Assembly shall be one half of its members indicated in paragraph (1) herein above and if the number of members is uneven then the quorum will be the nearest number beyond one half.
- (9) Any member indicated in paragraph (1) herein above may appoint a proxy to act as his or her representative at any session of the General Assembly which that member may be entitled to attend and to exercise all rights and discharge all duties which that member might have. The instrument appointing the proxy shall be in writing, shall be signed by the appointing member and shall be deposited at the Headquarters not later than 24 hours before the time for which the session to which it relates has been convened.
- (10) Unless otherwise provided for in the Statutes, decisions at sessions of the General Assembly shall be taken by a majority of those present and voting by a show of hands unless a secret ballot is requested by at least 10 (ten) members present and voting. Each of its members shall have a single vote and in case of an equality of votes the chair of the session shall have a casting vote.

- (11) If a session of the General Assembly does not meet the quorum stipulated within thirty minutes from the time appointed for the session, it shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned session a quorum is not present within thirty minutes from the time appointed for the session, the members present shall constitute a quorum.
- (12) The procedure relating to sessions of the General Assembly shall be in accordance with the provisions of the Statutes and any Rules that may be issued thereunder.

Article 12 – Council

- (1) The Council is the body governing the CRCS between sessions of the General Assembly. It is composed of:
 - (a) the President and the Vice-President(s) of the CRCS;
 - (b) the other Elected Members; and
 - (c) the presidents and treasurers of the Branch Committees.
- (2) The Council may appoint personalities, chosen by the Council for their special qualifications or because of their special services to or interest in the Red Cross to act as consultants to the Council and to attend and speak at its meetings, when invited, but without voting powers.
- (3) The Council may invite non-members of the Council to attend and speak at its meetings, including officers or employees of the CRCS to be present in an advisory capacity, but without voting powers.
- (4) The Director and the Deputy Director, if any, shall participate in an advisory capacity in the meetings of the Council, but without voting powers.
- (5) The Council may act notwithstanding any vacancy in its body.
- (6) The term of office for all members of the Council is four years.
- (7) No member of the Council shall be paid for his services.
- (8) Within the framework of any general directives or decisions adopted by the General Assembly and subject to the provisions of the Statutes and any Rules issued thereunder, the Council is vested with all the powers necessary for governing and carrying out the aims of the CRCS, and for exercising the functions conferred on it by the Statutes and by any Rules. In particular, the Council:

- (a) Appoints the Treasurer of the CRCS from among the Elected Members;
 - (b) At the first meeting of the Council after a General Assembly at which elections are held, appoints as a member of the Executive Committee the representative of the presidents of the Branch Committees to the Executive Committee, pursuant to a nomination from the presidents of the Branch Committees;
 - (c) Appoints the Finance Committee;
 - (d) Upon the recommendation of the Executive Committee, appoints the Director of the CRCS and may, if it considers necessary and if so recommended by the Executive Committee, also appoint a Deputy Director;
 - (e) Appoints such other officers of the CRCS as may from time to time be decided;
 - (f) Appoints the Central Committee of the Youth Section as provided in Article 21 herein below;
 - (g) Ensures that the Executive Committee is duly operative in accordance with the Statutes and any Rules issued thereunder and sets up such other committees as it deems fit;
 - (h) Provides for the setting up and dissolution of the Subsidiary Units and for the area covered by each Subsidiary Unit;
 - (i) Approves the budgets of the CRCS;
 - (j) Approves the financial statements of the CRCS during the years that the General Assembly does not meet in ordinary session;
 - (k) Approves and amends Rules which are necessary in order to give effect to the Statutes;
 - (l) Monitors membership of the CRCS;
 - (m) Decides on appeals by Subsidiary Units;
 - (n) Sets policies on staff and volunteers of the CRCS;
 - (o) Ensures long-term viability of the CRCS and makes decisions about its priorities;
 - (p) Sets the CRCS's goals, establishes a structure and promotes a culture to achieve such goals;
 - (q) Defines the outcomes of the CRCS's performance and sets standards arising thereof; and
 - (r) Decides for the award of medals and other honorary distinctions to persons that have offered exceptional services to the CRCS and the Movement in general.
- (9) The Council meets in ordinary meeting at such times and in such place or places as may from time to time be fixed by the Council and at least once every three months.
- (10) Extraordinary meetings of the Council are held on the initiative of the President or at the written request to the secretary of the Council of one-third of its members upon which the President, or failing him the Vice President and, if there is more than one present, then (unless they otherwise agree between themselves) the senior one in tenure present and if

equal, by age, and failing them the secretary of the Council, shall convene an extraordinary meeting of the Council.

- (11) Notice of any meeting of the Council specifying the place, day and hour of such meeting and in the case of special business the general nature of such business shall be given by the secretary of the Council to every member of the Council by notice sent by fax, email, post or delivered personally, not less than four weeks prior to the meeting:

Provided that a meeting of the Council shall, notwithstanding that it is called by a shorter notice than that specified herein above, be deemed to have been duly called if it is so agreed by a majority, in number, of the members of the Council:

Provided further that the accidental omission to give notice of a meeting to any of the members of the Council or the non-receipt by any member of such notice shall not invalidate any resolution passed or decision taken at such meeting.

- (12) The meetings of the Council shall be chaired by the President of the CRCS and the Director shall be ex officio the secretary thereof. In the President's absence or in the event of his incapacity to act, the powers and duties of the chair shall devolve on the Vice President of the CRCS and if there is more than one present, then (unless they otherwise agree between themselves) the senior one in tenure present and if equal, by age. In the absence or incapacity of a Vice President, a chair of the meeting shall be elected by the Council from among the Elected Members thereof.
- (13) Unless otherwise provided for in the Statutes, the quorum for meetings of the Council shall be one-half of its members and if the number of members is uneven then the quorum will be the nearest number beyond one half.
- (14) Unless otherwise provided for in the Statutes, decisions at meetings of the Council shall be taken by a majority of those present and voting by a show of hands unless a secret ballot is requested by at least 10 (ten) members present and voting. Each of its members shall have a single vote and in case of an equality of votes the chair of the meeting shall have a casting vote.
- (15) If a meeting of the Council does not meet the quorum stipulated within thirty minutes from the time appointed for the session, it shall stand adjourned to the same day in the next week, at the same time and place or to such other time and place and if at such adjourned session a quorum is not present within thirty minutes from the time appointed for the session, the members present shall constitute a quorum.
- (16) The procedure relating to meetings of the Council shall be in accordance with the provisions of the Statutes and any Rules issued thereunder.

Article 13 – Executive Committee

- (1) The Executive Committee is the governing body between meetings of the Council and reports at every ordinary meeting of the Council on all actions taken since the previous meeting of the Council.

It is composed of:

- (a) the President and the Vice-President(s) of the CRCS;
 - (b) the Treasurer of the CRCS; and
 - (c) the representative from amongst the presidents of the Branch Committees, appointed by the Council in accordance with Article 12(8)(b) herein above.
- (2) The Director and the Deputy Director, if any, shall participate in an advisory capacity in the meetings of the Executive Committee, but without voting powers.
 - (3) In the event of any vacancy in the Executive Committee, its decisions shall be put on hold until such vacancy has been filled and in the event of a vacancy in the position of the Treasurer or of the representative from amongst the presidents of the Branch Committees, the Council shall be required, in accordance with the provisions of Article 12 herein above, to hold an extraordinary meeting in order to fill the Executive Committee's vacancies.
 - (4) Subject to the provisions of the Statutes and any Rules issued thereunder, the Executive Committee is vested with the following powers or such of them as are entrusted or delegated to it by the Council or the General Assembly:
 - (a) To make recommendations to the Council for the appointment of the Director and, if it so thinks fit, a Deputy Director, and to draw up the contract of appointment of the Director, and Deputy Director if any, by the CRCS and establish the rules within which the Director may appoint staff to positions at the Headquarters;
 - (b) To appoint sub-committees of the Executive Committee and their chairmen and to delegate to them such of its powers as it thinks fit and to give directions and make rules for the conduct of their business. The Executive Committee shall have the power to elect to such sub-committees persons other than members of the Council or Executive Committee;
 - (c) To determine criteria for the CRCS's beneficiaries;
 - (d) To draw up Rules, for approval by the Council, which are necessary in order to give effect to the Statutes; and
 - (e) To take decisions on any important matter which may arise.

- (5) The Executive Committee meets whenever it is convened by the President or Vice-President of the CRCS, as deemed necessary and at least once every two months.
- (6) Provided also that on the requisition in writing to the secretary of not less than one third of the members of the Executive Committee, the President or failing him the Vice President and, if there is more than one present, then (unless they otherwise agree between themselves) the senior one in tenure present and if equal, by age, and failing them the secretary, shall summon a meeting of the Executive Committee.
- (7) At least seven days' notice of an ordinary meeting and five days' notice of a meeting requisitioned by members of the Executive Committee, specifying the place, date, hour and business of such meeting, shall be given to every member of the Executive Committee either by being sent by fax, email, post or delivered personally and shall be accompanied by an agenda of the business to be transacted.

Provided that a meeting of the Executive Committee shall, notwithstanding that is called by shorter notice than that specified herein above, be deemed to have been duly called if its so agreed by a majority of the members of the Executive Committee.

Provided further that the accidental omission to give notice of a meeting to any of the members or the non-receipt by any member of such notice shall not invalidate any resolution passed or decision taken at such meeting.

- (8) The meetings of the Executive Committee shall be chaired by the President of the CRCS and the Director shall be ex officio the secretary thereof. In the President's absence or in the event of his incapacity to act, the powers and duties of the chair shall devolve on the Vice President of the CRCS and if there is more than one present , then (unless they otherwise agree between themselves) the senior one in tenure present and if equal, by age . In the absence or incapacity of a Vice President, then the members present shall elect a chair of the meeting from among themselves.
- (9) Unless otherwise provided for in the Statutes, the quorum for meetings of the Executive Committee shall be three of its members.
- (10) Unless otherwise provided for in the Statutes, decisions at meetings of the Executive Committee shall be taken by a majority of those present and voting by a show of hands. Each of its members has a single vote and in case of an equality of votes the chair of the meeting shall have a casting vote.
- (11) If a meeting of the Executive Committee does not meet the quorum stipulated within thirty minutes from the time appointed for the meeting, it shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned session a

quorum is not present within thirty minutes from the time appointed for the session, the members present shall constitute a quorum.

- (12) The procedure relating to meetings of the Executive Committee shall be in accordance with the provisions of the Statutes and any Rules issued thereunder.

Article 14 – President / Vice-President

- (1) The President of the CRCS is the highest office bearer of the CRCS and is responsible to the General Assembly for ensuring that the CRCS pursues the objectives stated in these Statutes. The President exercises his functions as stated in these Statutes. The President acts under the authority of the General Assembly, the Council and the Executive Committee and guides the affairs of the CRCS in conformity with their decisions and to ensure the smooth functioning of the CRCS.
- (2) The functions of the President are:
- (a) To convene and preside over the sessions of the General Assembly, the meetings of the Council and the meetings of the Executive Committee;
 - (b) To present to the General Assembly a review of the state of the CRCS;
 - (c) To coordinate the work of the bodies of the CRCS;
 - (d) To represent the CRCS both nationally and internationally; and
 - (e) To carry out any other function entrusted or delegated to him by the General Assembly, the Council and the Executive Committee.

Without prejudice to the aforementioned, the President may delegate any of his functions, or any part thereof, to the Vice-President(s) or to the Director, depending on their nature.

- (3) (a) In the event of the President being temporarily unable or unavailable to carry out his functions, the Vice President of the CRCS and if there is more than one available, then (unless they otherwise agree between themselves) the senior one available, shall assume the duties of the President.
- (b) In the event of a vacancy arising in the office of the President, the powers and duties of the President shall devolve on the Vice President of the CRCS and if there is more than one available, then (unless they otherwise agree between themselves) the senior one available, who shall serve as acting president to fill the vacancy for the remaining period of the current term of office.

Article 15 - Treasurer

- (1) Subject to the provisions of the Statutes and any Rules issued thereunder, the Treasurer has the following functions:
 - (a) To control all the movable and immovable property and all the funds and assets of the CRCS;
 - (b) To prepare the annual budgets of the Headquarters and the Home for Sick Children with the assistance of the Director;
 - (c) To ensure that the accounting records of the Headquarters and the Home for Sick Children are kept accurately and up to date at all times;
 - (d) To ensure that the accounting records of the Subsidiary Units are kept accurately and up to date at all times;
 - (e) To issue to the Headquarters, the Home for the Sick Children and the Subsidiary Units appropriate directives for the due performance and implementation of the above functions; and
 - (f) To liaise with the Auditors for carrying out the audit of all the CRCS components on a timely basis.

Article 16 – Finance Committee

- (1) The Finance Committee is an advisory committee to the Council and shall be composed of a chairman and four more members, appointed by the Council for a term of four years. The Treasurer of the CRCS shall be the chairman of the Finance Committee.
- (2) The functions of the Finance Committee are:
 - (a) To give advice on all financial issues affecting the CRCS;
 - (b) To give advice on the amount and/or percentage of the Subsidiary Units' income, from fundraisers and otherwise, which is to be allocated for the operation of the CRCS;
 - (c) To consider and make recommendations to the Council on the proposed budgets of the CRCS made by the Treasurer and the financial statements prepared by the Auditors;
 - (d) To comment to the Council on the handling and investment of the CRCS's available funds and to make recommendations to the General Assembly, to the Council and to the Executive Committee on any financial measures which it deems appropriate;
 - (e) To review periodically the formula for fixing the subscription fee of members of the CRCS;

- (f) To assist the Council and the Executive Committee in applying and implementing the decisions of the General Assembly on the financial management of the CRCS;
 - (g) To report on its work at each meeting of the Council.
- (3) The Director and the Deputy Director, if any, shall participate in an advisory capacity in the meetings of the Finance Committee, but without voting powers.
- (4) The procedure relating to meetings of the Finance Committee may be laid down in Rules issued in accordance with these Statutes.

SECTION V: MANAGEMENT

Article 17 – Director

- (1) The Director of the CRCS shall be appointed by the Council on the recommendation of the Executive Committee in accordance with the relevant provisions in these Statutes and any Rules. The Director is the chief executive officer of the CRCS and as such is responsible for organizing and administering the work of the CRCS in accordance with the policies, regulations and directions of the General Assembly, the Council and the Executive Committee. The Director shall carry out his functions under the authority of the Executive Committee and the President.
- (2) The Director has the following functions:
- (a) To implement the decisions of the General Assembly, the Council and the Executive Committee;
 - (b) To manage the Headquarters and be responsible for the execution of the work entrusted to it;
 - (c) To issue directions to the Subsidiary Units on matters relating to the work of the CRCS;
 - (d) To assist the Treasurer in the preparation of the budgets and financial statements of the Headquarters and the Home for Sick Children;
 - (e) To establish the structure and organize the different services of the Headquarters in accordance with the decisions of the General Assembly, the Council and the Executive Committee, propose the appointment of competent staff and, when necessary, propose the termination of the appointment of such staff. To nominate to the Executive Committee suitable candidates, if he deems such a post necessary, for appointment to the post of Deputy Director;

- (f) To have the exclusive right, other than to the exclusion of the President and Vice President(s), to communicate with the Movement components;
- (g) To be authorized representative of the CRCS in relation to third parties and courts of law for all transactions whatsoever, including transactions executed in notarial form relating to the acquisition, administration and expenditure of the resources of the CRCS;
- (h) To direct the actions decided upon by the General Assembly or the Council or the Executive Committee. In exceptional or urgent circumstances, the Director shall ex proprio motu take all appropriate measures;
- (i) To carry out any other function assigned to him by the Statutes or entrusted to him by the Council or the Executive Committee or the President;
- (j) To report on the activities of the CRCS to the General Assembly and to the Council and Executive Committee;
- (k) To participate in the sessions of the General Assembly, the meetings of the Council and the meetings of the Executive Committee in an advisory capacity;
- (l) To be ex officio the secretary at the sessions of the General Assembly, the meetings of the Council and the meetings of the Executive Committee and, subject to the provisions of the Statutes or any Rules issued thereunder, at the meetings of all other bodies set up by the General Assembly or the Council or the Executive Committee.

In carrying out his functions the Director shall keep the President informed.

The Director shall be assisted by the staff of the Headquarters in the implementation of his managerial task.

- (3) The Director and Deputy Director, if any, may not hold any other appointment in the CRCS.

SECTION VI: SUBSIDIARY UNITS

Article 18 – Interpretation

In these Statutes, unless otherwise expressly indicated:

- (a) “Subsidiary Unit” includes every unit within the CRCS, other than the Governing Bodies provided for in Section IV, formed hereunder and “CRCS” includes the Subsidiary Units of the CRCS;

- (b) Any reference to “Branch Committee” includes the Central Committee of the Youth Section and any reference to “Branch Committee president, vice-president, treasurer” includes the corresponding officer of the Central Committee of the Youth Section.

Article 19 – Formation and dissolution

- (1) With the object of ensuring that the CRCS’s activities extend throughout the whole of the country, the Council may authorize the formation of district Branches or other Subsidiary Units, defining the area covered by each of them and delegating such responsibility as it thinks fit for the organization of the CRCS and its activities in that area.
- (2) The Council may vary as it sees fit the area covered by a Subsidiary Unit and may at any time dissolve a Subsidiary Unit and make arrangements for carrying out the work of the CRCS in the area formerly covered by such Subsidiary Unit and for the administration of its assets.
- (3) In the event of a Subsidiary Unit infringing any of the provisions of the Law or of the Statutes or any Rules of the CRCS, or failing to conform to the directions as to general policy from time to time prescribed by the Council of the CRCS or the Executive Committee after being called upon to do so in writing, the Council, with the prior approval of the General Assembly, may give to such Subsidiary Unit six calendar months’ notice of its intention to dissolve the unit and upon expiration of such notice the unit concerned and its local Subsidiary Units, if any, shall dissolve, its members shall cease to be members of the CRCS, and its assets, after discharge of all liabilities properly incurred up to the date of expiration of such notice, shall upon demand by the Council revert to the CRCS, or as the Council shall direct. The Council shall have power to make such arrangements for carrying out the work of the unit in the area formerly covered by it and for the administration of its assets as the Council shall think it.

Article 20 – Operation and government

- (1) Subsidiary Units shall consist of members of the CRCS in the area covered by the particular Subsidiary Unit and shall carry out the policies, conform to the directions and obey the rules from time to time prescribed, given or laid down by the Council or the Executive Committee and report thereto.
- (2) Subsidiary Units shall be governed by local committees appointed and operating as in these Statutes provided. Branch committees may propose the setting up in their area,

subject to any directions which may be given from time to time by the Council or the Executive Committee, of local Subsidiary Units and their committees.

- (3) Each Subsidiary Unit shall hold at least one ordinary general meeting of its members in each year, the first ordinary general meeting in each year being held before the 30th day of June.
- (4) The annual general meeting of the members of a Subsidiary Unit shall, inter alia, receive and deal with reports of the work, activities and membership of the Subsidiary Unit concerned, receive and consider the financial statements of such Subsidiary Unit for the preceding year and elect the committee of such Subsidiary Unit, as in these Statutes provided.
- (5) At the annual general meeting of the members of the Subsidiary Unit every 4 years, the president and all other members of the Subsidiary Unit committee shall be elected. A retiring member shall be eligible for re-election or re-appointment subject to the provisions of these Statutes.
- (6) An extraordinary general meeting of members of a Subsidiary Unit may be called at any time and shall be called upon the requisition in writing of not less than seven members of the Subsidiary Unit.
- (7) The Subsidiary Unit committee will consist of up to twenty five (25) members. Subject to these Statutes and any directions of the Council, each Subsidiary Unit committee shall appoint, from among its members, a president and such other officers as it may consider necessary.
- (8) The following titles are authorized for officers of Subsidiary Units, subject to any directions given by the Council, and provided that the Council shall have the power to add to, revoke or alter such titles or any of them:

president, vice president, secretary, treasurer.

Use of the title shall always indicate that it refers to an officer of the Subsidiary Unit concerned.
- (9) Subject to the provisions of these Statutes, the Council shall make rules for the elections of Subsidiary Unit committees and their president, define their powers, their duties and procedure. All such committees shall be subject to the overall control and direction of the Council of the CRCS.
- (10) The committee of a Subsidiary Unit shall do its best to establish its own premises to act as focal points for the CRCS's activities within its area.
- (11) A Subsidiary Unit shall subscribe to the CRCS such sum as the Council may decide.

- (12) No Subsidiary Unit shall carry on any work or activity otherwise than in furtherance of the objects and purposes of the CRCS and no Subsidiary Unit shall have any power, express or implied, to authorize or allow third parties to use the Red Cross emblem, to pledge the credit of the CRCS, or incur any financial liabilities or any liability whatsoever on its behalf unless specifically authorized to do so by the Director nor shall the CRCS be liable for any act done by, or any omission, neglect or default on the part of, a Subsidiary Unit or any member thereof.

Article 21 – Youth Section

- (1) The Youth Section shall be composed of the Central Committee of the Youth Section and the Regional Youth Section Committees. The Central Committee of the Youth Section shall be appointed by the Council for a term of four years and shall be composed of:
- (a) a president;
 - (b) a vice-president;
 - (c) a secretary;
 - (d) a treasurer; and
 - (e) up to 16 members from the Regional Youth Section Committees.

Provided that all Regional Youth Section Committees shall be represented on the Central Committee of the Youth Section.

- (2) The functions of the Central Committee of the Youth Section shall be:
- (a) To give advice on all matters concerning youth and youth-related activities throughout the CRCS;
 - (b) To promote and assess the implementation of the youth policy decided by the General Assembly or the Council, as well as to consider and study, as requested by the Council, matters of policy development in the area of youth;
 - (c) To review and suggest revisions of the youth policy to the Council for adoption;
 - (d) To seek youth opinions on the implementation of relevant CRCS policies and to ensure that those opinions are communicated to the Council;
 - (e) To advise the Director in the implementation of the youth policy and all other policies and strategies as they relate to youth within the CRCS;
 - (f) To make rules for the Regional Youth Section Committees and submit them for approval to the Council;
 - (g) To report to the Council and the General Assembly on its general activities on a regular basis; and

- (h) To carry out any other activity, including fund-raising, as authorized by the Council.
- (3) The procedures of the Youth Section may be laid down in Rules issued in accordance with these Statutes.

SECTION VII: ELECTION AND ROTATION

Article 22 – Term of office/reelection

- (1) Any person elected to an elected post of the CRCS, whether of a governing body at central level or of a Subsidiary Unit, may not be eligible to stand for election for the same post again after having served three consecutive terms of four years (i.e. maximum twelve years) in that post until a further full term of four (4) years has elapsed:
- (2) Persons over the age of seventy-five (75) may not be candidates for any elected post of the CRCS. Provided further that candidates for membership of the Central Committee of the Youth Section may not be over the age of fifty (50) and candidates for membership of the Regional Youth Section Committees may not be over the age of forty-five (45).
- (3) In case of an emergency, including the case of an international or non-international conflict, which does not allow the convening of a General Assembly, the aforementioned members will continue to hold their respective posts until a meeting of the corresponding electoral organ is able to be convened, notwithstanding that their term of office may have expired.

SECTION VIII: FINANCIAL MATTERS

Article 23 – Control and management of funds and property

- (1) All funds and property for the time being held by the CRCS shall belong to the CRCS and be subject to its control.
- (2) Within the limits laid down by its objects, the CRCS may acquire, own, alienate and administer any property as it deems fit.
- (3) The Executive Committee shall be responsible to the Council for the administration of the assets of the CRCS in accordance with the policies, directions and rules from time to time prescribed, given or laid down by the Council.

Article 24 – Immovable property

- (1) All immovable property acquired by the CRCS shall be vested in, and registered in the name of, the CRCS to be held, subject to the Statutes and Rules, on behalf of the CRCS.
- (2) All contracts or other instruments relating to the acquisition or sale by the CRCS of immovable property shall be signed or executed by such person or persons as may be authorized by the Executive Committee.
- (3) The CRCS may accept any conveyance of real estate to its use or benefit.

Article 25 – Use of funds

- (1) Funds held by the CRCS shall be used for the objects of the CRCS under the Statutes and Rules.
- (2) No funds shall, except with the consent of the Executive Committee, be used for the purposes of making cash grants to non-Red Cross organizations, institutions or funds which are themselves appealing to the public for support or are entitled to support from the government or local authorities.
- (3) The CRCS may accept as agent or trustee funds or property in trust or earmarked for particular use, provided that such use is within the general scope of its objectives and does not violate the Fundamental Principles.
- (4) The CRCS may constitute and administer any reserve, insurance or other funds for its staff or any of its activities.

Article 26 – Investments

- (1) All monies for the time being held by the CRCS which are in excess of reasonable current requirements may be invested in such manner as the Council upon the recommendation of the Finance Committee may direct.
- (2) If investments are held by the CRCS, the Finance Committee must review the investments regularly and provide the Executive Committee with expert advice in writing-
 - (i) about what to retain, what to sell, and what to buy;
 - (ii) in order to secure that the investments are best suited to the needs; and

(iii) to ensure that there is as wide diversity as necessary in the investments held.

Upon the Finance Committee's recommendations, the Executive Committee shall make decisions with respect to the investments.

Article 27 – Bank accounts

- (1) All monies received by the CRCS shall be paid into a bank account.
- (2) A bank account shall not be opened or operated by the CRCS or by any of its Subsidiary Units except in accordance with a resolution of the organ concerned. All accounts shall be in the name of the CRCS followed, where appropriate, by the name of the Subsidiary Unit or the name of the specific fund to which the account relates.
- (3) The name/s of the person/s authorized to sign cheques shall be indicated by resolution of the organ concerned. In the case of a Subsidiary Unit, all cheques drawn on the account shall bear two signatures.

Article 28 – Donations

- (1) The CRCS may, subject to sub-paragraph (2) herein below, accept unrestricted contributions and assistance in any form from individuals, from public authorities and private bodies.
- (2) The CRCS shall not accept donations directly stemming from revenues of activities contrary to the Fundamental Principles.

Article 29 – Financial statements

- (1) The financial statements of the CRCS shall be made up to 31st December in each year, and audited annually. The General Assembly shall appoint a Certified Public Accountant (CY) to serve as auditors.
- (2) The form in which the financial statements of the CRCS are kept shall be in accordance with the International Financial Reporting Standards (IFRS).

**SECTION IX: TRANSITIONAL PROVISIONS / INTERPRETATION /
COMING INTO FORCE**

Article 30 – Transitional Provisions

- (1) At the session of the General Assembly at which these Statutes shall be approved, the General Assembly shall elect the President of the CRCS, the Vice-President(s) of the CRCS and the other Elected Members of the Council for a term of four (4) years in accordance with the provisions of these Statutes.

Provided that for the composition of the first Council, the president and treasurer of the Branch Committees provided for in Article 12 (1)(c) herein above, shall be those in office at the time of approval of these Statutes until new Branch Committees are in place pursuant to the following paragraphs.

- (2) For the purposes of the first General Assembly which will be held immediately after the General Assembly which has approved these Statutes and which shall be convened by a shorter notice than that which the applicable provisions require, the elected representatives of the Branches for the purpose of Article 11(1)(c) shall be those elected for that purpose at the last general meeting of the Branches which has elected such representatives.
- (3) Before the end of the calendar year within which these Statutes shall be approved by the General Assembly, all Subsidiary Units other than the Central Committee of the Youth Section, shall convene a general meeting of their members at which they shall elect their committees and officers in accordance with the provisions of these Statutes.
- (4) Before the end of the calendar year within which these Statutes shall be approved by the General Assembly, the Council shall appoint the Central Committee of the Youth Section in accordance with the provisions of these Statutes.
- (5) The Honorary members existing at the time of coming into force of these Statutes, shall remain Honorary members for the remainder of their lives.
- (6) The Subsidiary Units existing at the time of coming into force of these Statutes, shall continue to be so unless a different decision is taken at any time by the Council.
- (7) The limitation of three consecutive terms provided for in Article 22 herein above, applies from the time of coming into force of these Statutes.

Article 31 - Interpretation

If any question arises as to the meaning, effect or intention of these Statutes, or as to any matters not specifically dealt with by them such questions will be addressed with reference to the Law and where necessary the matter may be referred to the Council for a ruling.

Article 32 – Coming into Force

- (1) These Statutes come into force upon approval by the General Assembly.

- (2) These Statutes supersede and replace the 1985 Rules of the CRCS. All proceedings, orders and regulations taken or made under the 1985 Rules, except to the extent that they are cancelled by or are otherwise inconsistent with the provisions of the present Statutes, remain in force or effect, until they are replaced or amended in accordance with the present Statutes.