

Centre russe d'études politiques

Charter of the Association

I. NAME, HEADQUARTERS AND KEY OBJECTIVES.

Article 1

Association "Centre russe d'etudes politiques" ("the Association"), headquartered in Geneva, Switzerland, is a non-profit organization subject to the Article 60 and the following of the Swiss Civil Code.

The Association shall be created for an infinite duration.

Article 2

The Association shall pursue the following goal: to contribute to promoting and maintaining international peace through re-energizing a dialogue involving international experts, political scientists, university students, business executives and the general public in Russia, Switzerland and Europe as a whole.

Key area of research of the Association is international security policy, which includes issues in the area of international relations, international security and humanitarian aid.

In order to reach its objectives, the Association undertakes a number of activities, including but not limited to:

- a) applied research;
- b) implementation of projects, such as exhibitions, conferences and other events;
- c) production of publications;
- d) organization of various meetings and fora.

The Association is neutral from a political and religious standpoint.

II. MEMBERSHIP

Article 3

Any physical person exerting civil rights, as well as any legal person having submitted an application to join the Association is eligible for membership in the Association.

There are six categories of members distinguished by their status and the degree of participation in the activities of the Association: individual members, corporate members, individual members of the “**Triologue Club International**” and corporate members of the “Triologue Club International”, Gold Members, and Honorary Members.

All decisions about admitting new members into the Association are taken by the Committee. The Committee may reject an application for membership without providing a justification.

Article 4

Members of the Association benefit from the following privileges:

Services Members	a) number of issues of the "Security Index" journal	b) “Russia Confidential” analytical newsletter	c) PIR Press series newsletter	d) discounted fees for consultant services	e) invitation to VIP meetings	f) invitation to other events organized by the Association	g) access to the website featuring information and analysis
Individual members	1 (in English or in Russian)	no	yes	no	no	yes	no
Corporate members	2 (in English or in Russian)	no	yes	no	no	yes	no
Individual members of	1 in Russian	1 (in English or in	yes	25%	yes	yes	yes

the “Triologue Club International”	or 2 in English	Russian)					
Corporate members of the “Triologue Club International”	2 in Russian or 4 in English, or 1 in Russian and 2 in English	2 (in English or in Russian)	yes	50%	yes	yes	yes
Gold Members	1 (in English or in Russian)	no	yes	no	no	yes	no
Honorary Members	1 (in English or in Russian)	no	yes	50%	no	yes	yes

Article 5

Membership is carried out and extended on an annual or biennial basis, from January till December.

New members are accepted on the 1st February of every year.

The exits of the members shall be made on March 15th of every year in accordance with written resignation given no later than thirty days before this date.

Payment of fees has to be made no later than January 31 of the next year after the year of membership termination, basing on the invoice issued by the Association.

If membership fee is not paid by the deadline, the membership freezes, invitations and materials are not sent. After the payment is made, all non-received materials are to be sent to the member.

If membership fee is not paid until March 15th, the membership will be canceled.

Article 6

The Committee may decide to expel a member of the Association in the event where the latter commits a grave violation of this Charter. In this instance, the member of the

Association who is subject to expulsion may lodge an appeal during thirty days following the notification of his or her expulsion from the Association. The notice of appeal shall be sent by registered mail addressed to the President to the attention of the General Assembly.

The Committee shall expel members of Association who do not pay membership fees after being warned. Such members are expelled without right to appeal to the General Assembly.

Article 7

All potential personal claims for communal property shall be excluded.

III. RESOURCES

Article 8

The Association is financed from the following sources:

- voluntary members' contributions;
- membership fees;
- event organization;
- publishing activities;
- grants allocated for specific projects;
- fees for services and consultations provided to a third party;
- various private and public charitable contributions and donations.

Article 9

All members are charged the lump-sum entrance fee in the amount of:

- a) Individual Members - CHF 200;
- b) Corporate Members - CHF 500;
- c) Individual Member of the “Triologue Club International” - no membership fee;
- d) Corporate Member of the “Triologue Club International” - no membership fee;
- e) Gold Members - no membership fee;
- f) Honorary Members - no membership fee.

Article 10

All members are charged the annual membership fee in the amount of:

- a) Individual Members - CHF 200 p.a.;
- b) Corporate Members - CHF 600 p.a.;
- c) Individual Member of the “Triologue Club International” - CHF 775 p.a.;
- d) Corporate Member of the “Triologue Club International” - CHF 1200 p.a.;
- e) Gold Members - no membership fee;
- f) Honorary Members - no membership fee.

Members may also choose to pay the two-year membership fee in the amount of:

- a) Individual Members - CHF 350;
- b) Corporate Members - CHF 1150;
- c) Individual Member of the “Triologue Club International” - CHF 1400;
- d) Corporate Member of the “Triologue Club International” - CHF 2200;
- e) Gold Members (Corporate / Individual) - no membership fee;
- f) Honorary Members (individual) - no membership fee.

In case the payment is made before November 30th of the year preceding the year of membership, 10% discount is applicable.

In case of joining the Association after June 1st of the year when membership begins, a new member receives a 20% discount starting from the first year of membership. Year of membership is always coincide with the calendar year and ends on December 31 of the year, when the membership began. This discount is not applied for the lump-sum entrance fee.

New corporate members of the Association and new corporate members of the “Trialogue Club International”, who are members of the PIR Center Executive Board, and (or) members of the Editorial Board of “Security Index” journal, and (or) members of the “International Expert Group”, and (or) the representatives of the “Security Index” journal, and (or) the members of the “Sustainable Partnership with Russia Group (SuPR)” are:

- exempted from payment of the lump-sum entrance fee;
- receive 20% discount for membership in the first year and 10% for each next year.

Article 11

Main formats of the “Trialogue Club International” activities are:

- meetings of the Club 5 times a year;
- providing members of the Club with the Russia Confidential exclusive analytical newsletter - 12 issues per year (monthly);
- consulting Club members through individual counseling, providing corporate consulting services.

Individual members of the “Trialogue Club International” are entitled to:

- participate in the Club meeting in personal capacity only. Transfer of individual membership rights and of membership card is not allowed.

Participation in a meeting occurs by the invitation and after presenting membership card;

- invite one person who is not the Club member to attend certain Club meetings. The participation of the guest is to be paid by the inviting individual member in the amount of 100 CHF per guest;
- receive a copy of the Russia Confidential exclusive analytical newsletter by e-mail in chosen language (English or Russian). According to the Club Terms and Conditions, the transfer of the bulletin to third parties is not allowed;
- receive a copy of all periodical and non-periodical publications of the PIR Center, including the "Security Index" journal (4 times per year) in chosen language: English or Russian;
- participate in all public events (conferences, seminars, round tables, briefings, etc.) held by the Association and its partners in Russia and the USA. The organizers reserve the right to hold these events in English, in Russian, or in both languages with the translation;
- receive the unlimited number of electronic publications and other PIR Center's materials of public character in Russian and (or) in English on the basis of the registration;
- have access to restricted areas of the web-site (in the club section) by a password to be provided. According to the Club Terms and Conditions, the transfer of the password to third parties is not allowed;
- receive individual consulting services with 25% discount.

Corporate members of the "Dialogue Club International" are entitled to:

- participate in the Club meetings in attendance of two representatives. Appointment of representatives delegated to the meeting is in each case determined by an authorized representative of corporate member of the Club at its discretion. Participation in a meeting occurs by the invitation and after presenting membership card;
- invite two persons who are not the Club members to take part in the Club meeting. The participation of the guests is to be paid by the inviting corporate member in the amount of 50 CHF per guest;

- receive two copies of the Russia Confidential exclusive analytical newsletter by e-mail in chosen language (English or Russian) or in both languages simultaneously. Share the bulletin with the other representatives of the corporate member. According to the Club Terms and Conditions, the transfer of the bulletin to third parties is not allowed;
- receive four copies of all periodical and non-periodical publications of the PIR Center, including the "Security Index" journal (4 times per year) in chosen language (English or Russian) or in both languages simultaneously;
- participate in attendance of two representatives in all public events (conferences, seminars, round tables, briefings, etc.) held by the Association and its partners in Russia and the USA. The organizers reserve the right to hold these events in English, in Russian, or in both languages with the translation;
- receive the unlimited number of electronic publications and other materials of public character in Russian and (or) in English on the basis of the registration;
- have access to restricted areas of the web-site (in the club section) by a password to be provided. The password is provided to an authorized representative and may be used by any other representative of a corporate member. According to the Club Terms and Conditions, the transfer of the password to third parties is not allowed;
- Receive corporate consulting services with 50% discount;
- Receive other corporate services with 25% discount.

All members of the “Trialogue Club International” must:

- pay the annual membership fee on time;
- inform the Club Secretariat of changing their postal (and/or) e-mail address, other contact information to deliver the invitations and materials on time. Corporate members of the Club have to report who is their authorized representative receiving the invitations and approving representatives to obtain materials and attend meetings of the Club, and his contact information;
- confirm participation in the Club meeting not later than three working days before the meeting;

- come to the Club meeting with the Club card and present it to the Secretariat per its request;
- comply with the confidentiality of obtained information;
- not to share the Russia Confidential analytical newsletter, as well as the Password to the Club section of the PIR Center web-site with individuals and legal entities who are not members of the Club;
- all individual members of the Club are invited to present their short curriculum vitae (in English and (or) in Russian) and photo to be placed in the Club section of the PIR Center web-site.

Article 12

Meetings of the Club are held 5 times a year in the format of a business breakfast, lunch or dinner with invited guest (speaker), who is a leading expert in the field of international security and Russian foreign policy.

Invitations to meetings are sent by the Chairman of the Club who is appointed by the President of the Committee of the Association from the leading experts in the field of international security and Russia's foreign policy.

As a rule, Chairman of the Club notifies Club members about the upcoming meeting not later than 1 week before.

The Secretariat of the Club provides interpreting into English (Russian).

Duration of the meeting is 2 hours.

A meeting can be held in fully public mode, in fully confidential mode or by the rule of Chatham House. Members of the Club are to be notified about the meeting format in advance.

If a member of the Club decides to invite a guest to take part in the meeting, this information has to be obtained by the Secretariat no later than 3 days before the meeting. The fee for a guest can be paid in advance, during the meeting (in cash), or within 3 days after the meeting.

In case of meeting to be held outside Switzerland, the Club members are to be provided with all necessary information, including information about hotels, and, if necessary, with business invitations to apply for a visa.

Article 13

The “**Russia Confidential**” newsletter is issued for the Club members’ private use only.

The newsletter contains exclusive analytical materials on international security, domestic and foreign policy of Russia and the Commonwealth of Independent States (“**CIS**”)

At least during 30 days since the day of issue the “Russia Confidential” newsletter materials are strictly confidential and must not be quoted and transfer to the non-members. In 30 days after the day of issue the Chairman of the Club can remove the exclusive and confidential status of the material, after which in such cases it is to be published in other PIR Center’s editions and can be used by the Club members for quoting.

The bulletin is disseminated via *e-mail* between the Club members once a month in Russian or in English, depending on the choice of the member.

The Club member can also receive a paper copy of the newsletter in chosen language.

Article 14

The Association may receive donations intended to benefit specific projects. Each sponsored project shall be given a unique title and necessary measures shall be taken to guarantee a productive distribution of financial resources allocated for the project.

In the event of availability of excess funds upon the completion of a project, such funds shall either be returned to the sponsor, transferred to another similar project, or allocated for the general needs of the Association in accordance with the regulations.

The Committee shall closely monitor the proper allocation of funds donated by sponsors for specific projects.

This provision of the Charter can only be changed by an unanimous decision of the General Assembly.

Article 15

The Association shall own a bank account intended for receipt of funds and settlement of payments.

The available funds of the Association shall be used both for implementation of specific projects and for the general needs of the Association.

The Association may invest its available funds in securities not related to objectives listed in this Charter. However, such investments shall not compromise implementation of objectives of the Association.

The right to sign financial documents shall be attributed only to members of the Committee in accordance with dispositions of Article 21 and the following articles, listed further in the present Charter.

This disposition of the present Charter can be modified only by a unanimous decision of the General Assembly.

Article 16

The Association shall bear liability on its obligations with the monies in its disposition.

Any personal liability of members of the Association is excluded. Special conditions may be applied to personal liability of persons acting in the interests of the Association in accordance with Article 55, paragraph 3 of the Swiss Civil Code.

IV. ORGANIZATION

Article 17

The management bodies of the Association shall be:

- General Assembly (I) and
- the Committee (II).

I General Assembly

Article 18

The Committee shall call for a scheduled session of the General Assembly, which generally takes place during the first trimester of each year.

The sessions of the General Assembly may be conducted in a video-conference format.

The Committee or a fifth of the total number of members may request a convocation of an extraordinary session of the General Assembly. Such session shall be held during the course of two months since the day of the request.

Notifications of the convocation for a session of the General Assembly shall be mailed no later than fifteen days before the beginning of the General Assembly session, and shall include the agenda of the session.

Each member of the Association may contribute their suggestions intended to be considered at the following session of the General Assembly. Such suggestions shall be included in the agenda, if they have been sent to the Board by registered mail no later than end of December of the current year.

Article 19

The General Assembly is chaired by the President and, in case of his absence, by another member of the Committee.

In case of need, the President appoints the tellers.

The Secretary shall draw the Minutes of the General Assembly. He submits them to the President of the Assembly for signature.

Article 20

The General Assembly convened in accordance with the Charter can validly deliberate regardless of the number of members present.

Article 21

Valid decisions may only be made on items of the agenda

Article 22

Honorary members are entitled to two votes each.

Other members are entitled to one vote.

Any representation is excluded.

Legal persons exercising their right to vote through a member of one of their bodies they designate.

Article 23

The decisions of the General Assembly are taken by majority vote.

The President also votes. In case of a tie, the Chairman has the casting vote for decisions, except in elections. In the latter case, it is fate that decides.

Dissolution may be decided by a three-fourths majority vote of members present.

Elections and referenda are held as long as the ballot is not required.

Members affected by a decision have no voting rights.

Article 24

The jurisdictions of the General Assembly are:

- approval of the President's annual report, accounts and annual budget and discharge the Committee;
- appointment of members of the Committee and its President;
- appointment of commissions;
- dismissal of members of the Committee and commissions established by the General Assembly;
- decision on the appeal in accordance with Article 6;
- decision of the purchase or sale of property, whether personal rights;
- modification of the Charter;
- decision on all items listed in the agenda;
- decision on the dissolution of the Association and the liquidation of its assets;
- decisions that are reserved by law or the Charter.

II The Committee

Article 25

As needed, the Committee consists of at least one person and seven people at most. As a rule, it includes a President, a Cashier and a Secretary.

The Committee is to be composed by itself except the President, who is appointed by the General Assembly.

Article 26

The Committee members are appointed for a period of two years. They may be reappointed.

Article 27

The Committee is convened by the Chairman as often as business requires.

Three members of the Committee may request the convening of a meeting to be held within twenty days of the request.

The notices must generally be sent at least ten days before the meeting and mention the agenda.

The Committee meetings are the subject of a report.

Article 28

A quorum is the situation when the majority of the Committee members present. It takes its decisions and elections by a majority of members present. The President also votes. In case of equality of votes, the President has the casting vote.

Decisions can be taken as an endorsement by writing a proposal or by telegram, unless discussion is requested by any member. A decision is made to the extent the majority of all members of the Committee agrees. These decisions must be recorded in the minutes.

Holding of meetings of the Committee by teleconference is permitted. In such cases, the minutes mention participants, absent excused and not excused absent.

Article 29

A decision regarding an issue that does not appear on the agenda may nevertheless be taken, provided that it is unanimously approved.

Article 30

The Board shall consider all matters beyond the competence of other executive bodies, namely:

- general management of the organization, provided that the activities of the Board do not contravene the authority of the General Assembly;
- implementation of decisions taken by the General Assembly;
- preparation of annual report, accounts and annual budget;
- representation of the Association to third parties;
- convocation of the General Assembly;
- admittance and expulsion of members, provided that members shall have a possibility to appeal to the General Assembly;
- planning and carrying out activities of the Association;
- elaboration of rules and regulations;
- taking decisions concerning hearing of cases, responding to complaints, signing agreements;
- appointing members of commissions established by the Committee.

Article 31

Administrative duties shall fall within the competence of the Committee which oversees the administration of property and projects of the organization.

The President of the Committee shall be committed by its individual signature.

Other Committee members shall be committed by two collective signatures.

Article 32

Committee members act voluntarily and can only claim compensation for their actual costs and travel expenses. Possible fees may not exceed those paid for official commissions. For activities exceeding the usual function, each member of the Association can receive appropriate compensation.

V. FINAL PROVISIONS

Article 33

The dissolution of the Association shall be decided by the General Assembly convened exclusively for this purpose. To be valid, this decision must receive the majority in accordance with Article 23 paragraph 3 of the present Charter.

In case of merger with an institution pursuing similar goals, the General Assembly takes the decision about terms and conditions of merging basing on the proposal of the Committee.

Article 34

The Committee carries out the liquidation and reports on final accounts to the General Assembly.

In case of dissolution of the Association, the assets should be assigned to a public institution with a similar aim to that of the Association and which are exempt from taxation. In any case, the assets cannot return to the founders or members, nor be used for their benefit in whole or in part and in any manner whatsoever.

This provision may be amended only by unanimous decision of the General Assembly.

Article 35

The Committee may request the registration of the Association in the Commercial Register at the seat of the Association.

The Committee may also request an official record of the status of non-governmental organization (NGO).

Article 36

This Charter has been adopted and implemented immediately by the General Assembly on 26 April two thousand and twelve.

Geneva, 26 April 2012

On behalf of the General Assembly,

Secretary: