

THE YMCA EUROPE GEORGE WILLIAMS FUND.

Establishment.

1. The Endowment Fund is founded by, and shall be established under the Trusteeship of, the European Alliance of YMCAs (herein referred to as "YMCA Europe") with its seat in Prague, Czech Republic.

Name.

2. The name of the Fund is "The YMCA Europe George Williams Fund"

Object.

3. The object of the Fund is to raise funds and provide financial support for the work of YMCA Europe.

Means.

4. The means of the Fund are:
 - the funding capital
 - subsidies and donations
 - gifts
 - legacies
 - results of fundraising campaigns
 - other income
 - the starting capital, provided by the founder, will be € 500
5. The annual revenues of the Fund are available for supporting the work of YMCA Europe. In addition, capital sums may be withdrawn from the Fund in support of the work of YMCA Europe, subject to the conditions of Clause 10.1 hereafter.
6. The starting capital and the net income from other sources as mentioned in article 4 are untouchable, with the exception of what is determined in Clause 10.1 hereafter.

Trustees.

7. The Board of Trustees.
 - 7.1. The Board of Trustees of the Fund will consist of 5 to 7 members.
 - 7.2. The President and the Treasurer of YMCA Europe are, because of their positions *qualitate qua*, members of the Board of Trustees. They have a veto right.
 - 7.3. The remaining Trustees are appointed by the Executive Committee of YMCA Europe but they may not be members of the Executive Committee or staff of YMCA Europe. From within these additional appointments, the Chairman, Treasurer and Recording Secretary are appointed by the Executive Committee of YMCA Europe.
In addition, the Board of Trustees appoints a deputy for each of these three positions from within the Board of Trustees, after having received approval from the Executive Committee of YMCA Europe.
 - 7.4. The members of the Board of Trustees are appointed for a period of maximum 4 years and can be re-appointed for a second period of maximum 4 years.
 - 7.5. The Fund will legally be represented jointly by the Chairman and Treasurer or the Chairman and Recording Secretary. If one of these functionaries is absent, its deputy comes in function.
 - 7.6. No person shall be appointed as Trustee:
 - Unless s/he has attained the age of 18 years
 - Unless s/he is a member of a YMCA within Europe

- If s/he is a Member of the Executive Committee of YMCA Europe except the President and Treasurer (see 7.2.)
- If s/he is in paid employment within any YMCA movement
- If s/he has a criminal record

Powers.

8. Powers of the Trustees.

In furtherance of the Object of the Fund, but not otherwise, the Board of Trustees may practice any of the following powers:

- To collect donations; to accept legacies, gifts etc.
- To issue appeals for donations
- To raise funds provided that in so doing the Trustees shall not undertake any substantial permanent trading activity and shall conform to any statutory regulations of the Fund and of YMCA Europe
- To distribute funds in support of the work of YMCA Europe (in accordance with Clause 11.3 hereafter)
- To appoint and constitute any advisory committees as the Trustees may think fit
- To do all lawful things as necessary for the achievement of the Object.
- Open and maintain a bank account in name of the Board of Trustees

Termination.

9. Termination of Trusteeship.

A Trustee will cease to hold office if s/he:

- Has fulfilled the full term of office
- Ceases to be a member of a YMCA within Europe or becomes a paid employee within the YMCA movement
- Sends a written letter of resignation to the Board of Trustees. If the number of Trustees, because of the resignation, will be less than 4, the resignation becomes effective as soon as the Executive Committee of YMCA Europe has appointed new members of the Board of Trustees.
- Is placed under legal supervision; is placed in an institute for mental disorder; is incapable of managing or administering his/her own affairs
- Is removed from the position of Trustee by the Executive Committee of YMCA Europe. The Executive Committee of YMCA Europe will take a decision having heard the advice of the Board of Trustees

10. Termination of the Fund.

10.1. The Fund may be fully terminated or capital sums can be withdrawn from the fund to provide financial support to YMCA Europe by a unanimous decision of the Board of Trustees, after the invitation and agenda for the meeting, comprising this proposal for decision has been sent to the Trustees at least 6 weeks before the meeting takes place. 80% of all Trustees must be present in that meeting to reach a valid decision.

10.2. A decision of the Board of Trustees to terminate or withdraw capital sums from the Fund will only become effective after the Executive Committee of YMCA Europe has approved this decision.

10.2. If YMCA Europe ceases to exist, the competences towards this Fund will be followed up by its legal successor. In case there is no legal successor, the Fund will expire and the Board of Trustees will dismantle the Fund. The Board of Trustees in that situation Determines how any remaining funds will be used to benefit the work of YMCA Europe.

Meetings.

11. Meetings of the Board of Trustees.
 - 11.1. The Board of Trustees meets at least once a year and more often if the Chairman or two other Trustees find this necessary. Meetings by telephone or other non face-to-face means are allowed.
 - 11.2. A convocation for a meeting, including the agenda of the meeting, is done by the Recording Secretary at least 2 weeks before the meeting will take place. If the Recording Secretary does not send a convocation in time, any Trustee may do so.
 - 11.3. In the Board meetings, decisions are taken about requests received in writing from YMCA Europe for financial support which must be within the framework of the Object of this Fund.
 - 11.4. Decisions, except those mentioned in article 10.1, can be taken by a simple majority of votes, when at least 50% of all Trustees are present. In case of stagnation of votes, the Chairman decides.
 - 11.5. Decisions can also be taken outside meetings, if the decisions are unanimous by all members of the Board of Trustees and are signed by all members of Board of Trustees.
 - 11.6. Minutes of all meetings are taken by the Recording Secretary or his/her deputy. The minutes are finalized when the Chairman has co-signed.

Finances.

12. Financial reporting and administration.
 - 12.1. The financial year is equal to the calendar year. The first financial year ends on the 31st December of the year in which this constitution is adopted.
 - 12.2. The Treasurer of the Fund is obliged to inform the Board of Trustees in the first quarter of any year about the financial situation of the Fund. An annual financial report including the accounts of the previous year will be presented for adoption to the Board of Trustees.
 - 12.3. The finances of the Fund will be administered under the responsibility of the Secretary General of YMCA Europe, under the supervision and guidance of the Treasurer of the Board of Trustees.
 - 12.4. The Fund will have its own Bank account.

Reporting and accountability.

13. Reporting.
 - 13.1 Each year the Recording Secretary presents before 1st June the annual report about the previous year to the Board of Trustees. This annual report contains all information about the work and the decisions of the Board of Trustees, including the requests received for support and the decisions taken.
14. Accountability
 - 14.1. This annual report as well as the balance sheet and the accounts will be submitted to the Executive Committee of YMCA Europe. The Executive Committee of YMCA Europe is at all times entitled to oversee the bookkeeping and the accounts of the Fund.

Changing this Constitution.

15. A decision to change this constitution can only be taken by the full Executive Committee of YMCA Europe, after having consulted the Board of Trustees of the Fund. The Board of Trustees may propose changes of this Constitution to the Executive Committee of YMCA Europe.

First Board of Trustees.

16. In accordance with the above mentioned article 7, the First Board of Trustees consists of
 - Peter Posner (England) - Chairman

- Andreas Baer (Switzerland) - Treasurer
- Tom Cusens (Malta) - Recording Secretary
- Per Anders Aglert (Sweden)
- Vacancy
- Ed Eggink (The Netherlands) - qualitate qua; President YMCA Europe
- Mike Will (Scotland) - qualitate qua; Treasurer YMCA Europe

Approval.

17. This Constitution has been approved by the Executive Committee of YMCA Europe in its meetings on 9th. March 2012 in Berlin (Germany) and 16th. May 2012 in Prague (Czech Republic).