



Statutes of CIMPA

(adopted by the Extraordinary General Assembly during the electronic vote of September 15, 2022)

ARTICLE 1 – Name and aim

The "Centre International de Mathématiques Pures et Appliquées", hereafter CIMPA, is an association governed by the law of 1 July 1901, registered with the prefecture of Alpes-Maritimes and published in the Official Journal of Associations (JOAFE) of 22 November 1978. It aims, in accordance with one of the recommendations expressed by UNESCO at its 18th General Conference, to promote research in mathematics, in the broadest sense, and provide training to mathematicians, in collaboration with developing countries.

CIMPA has no political activities.

ARTICLE 2 – Host university and headquarters

CIMPA has a privileged partnership with a host university based on an agreement which defines the means that the host university allocates to CIMPA. To date, the host university is Université Côte d'Azur.

CIMPA's headquarters are located in Nice. A change of headquarters within the department can be decided by the Governing Board.

A change of host university on a proposal of the Governing Board requires the application of Article 16 of these statutes.

A change of headquarters outside the department on a proposal of the Governing Board requires the application of Article 16 of these statutes.

ARTICLE 3 – Duration

The Association is set up for an unlimited duration.

ARTICLE 4 – Membership, contributions

The members of the association are the ordinary members, the member states, the host university and UNESCO, provided that their dues are considered to be paid.

Ordinary members are individuals or legal entities who comply with the statutes of the association and have paid their dues. To date, the member states are France, Germany, Spain and Norway.

The amount of the annual dues paid by ordinary members is set by decision of the Governing Board and ratified by the General Assembly.

Every member state contributes to the finances of CIMPA through an annual grant set by the Governing Board and ratified by the General Assembly. This grant is considered payment of the annual dues.

The resources allocated by the host university are considered payment of the annual dues.

UNESCO's agreements with CIMPA are considered payment of the annual dues.

New members are presented by the Governing Board to the General Assembly for approval.

ARTICLE 5 – Loss of membership

Membership as an ordinary member or member state is terminated either:

- by the member's resignation submitted in writing,
- by the member's death,
- by decision of the General Assembly on a proposal of the Governing Board. This can be motivated either by non-payment of the membership dues or for a serious reason, in which case the member is invited to present a defence beforehand.

Ordinary members of CIMPA who are not exempt from paying the membership dues in accordance with the terms and conditions laid down in the by-laws and who have not paid their dues for the current year nor for the previous year upon invitation to the General Assembly, are considered to have resigned on 31 December of the year preceding invitation to the General Assembly. In all cases, the relevant person may lodge an appeal before the General Assembly.

ARTICLE 6 – Financial resources

In addition to the annual grants from member states, dues paid by ordinary members and financial support from the host university, CIMPA's financial resources include:

- grants from research institutions, local and regional governments, international organisations, public or private entities, wishing to support the activities of CIMPA. These grants may be the subject of agreements signed with CIMPA,
- all other resources authorised by the law if approved by the Governing Board.

ARTICLE 7 – Operation

The governing bodies of CIMPA are:

- the General Assembly,
- the Governing Board,
- the Steering Council,
- the Scientific Council.

Voting by proxy is authorised at meetings of the General Assembly, the Extraordinary General Assembly, the Governing Board, the Steering Council and the Scientific Council. Each member may be given only two proxy votes.

At the initiative of their President or Chair and unless opposed by a quarter of the members in office of the relevant body, meetings of these governing bodies may be held online under the conditions defined by the by-laws. However, this provision does not imply that meetings of these bodies may only be held by those means. Votes are held under the conditions defined by the by-laws, such as to guarantee the sincerity of the votes and, if necessary, the secrecy of the votes. Any proxies held by members attending remotely are not valid for a vote by secret ballot.

At the initiative of their President or Chair and unless a quarter of the members of the relevant body object, the bodies may deliberate by sharing written messages by electronic means, in accordance with the procedures laid down in the by-laws. Proxy voting is not permitted.

ARTICLE 8 – General Assembly

Composition. The General Assembly is composed of all the members as defined in Article 4, and it meets physically at least once a year. It meets as a rule at the initiative of the President of CIMPA or at the request of one-fifth of the members of the association. It is chaired by the President of CIMPA.

The ordinary members, the host university and UNESCO each have one vote.

Member states are authorised to be represented by several individuals by decision of the General Assembly on a proposal of the Governing Board:

- Germany: 1 representative,
- Spain: 1 representative,
- France: 2 representatives,
- Norway: 1 representative.

These representatives also sit on the Governing Board. Each representative has one vote. The representatives are listed in the by-laws.

Decisions are made by a simple majority of the votes cast. Abstentions, blank or invalid votes, are not considered votes cast. In the event of a tie in a vote other than an election, the President holds the deciding vote. In the event of a tie in an election, a second round is held to decide among the tied candidates. If, after the second round, the candidates are still tied, the oldest candidate is elected.

Duties and functioning. The General Assembly elects the individual members of the Governing Board by secret ballot.

It defines the strategic guidelines of the association.

It decides on the points put on the agenda by the Governing Board, which include, if applicable, any point raised by members of the association and submitted in accordance with the procedures defined in the by-laws.

The agenda and the documents needed for deliberations, are made available to the members by the Governing Board within the deadlines and under the conditions defined in the by-laws.

The Executive Director presents an annual report on all CIMPA activities during the previous year. The President of CIMPA submits this report to the General Assembly for approval.

The treasurer submits the financial report of the previous year to the General Assembly for approval.

The annual report and the accounts approved by the auditor are made available each year online to all members of the association.

The General Assembly may amend the statutes of CIMPA at an Extraordinary General Assembly in accordance with Article 16 of these statutes.

Article 9 – Governing Board

Composition. CIMPA is administered by a Governing Board whose 14 members are:

- the Director General of UNESCO or a representative of the Director General,
- the President of the host university or a representative of the President,
- one representative for Germany,
- one representative for Spain,
- two representatives for France,



- one representative for Norway,
- seven individual Members.

The representatives of the Member States are provided in the by-laws.

The individual members of the Governing Board are elected from among the ordinary members of CIMPA, excluding legal persons, by the General Assembly and by secret ballot for a four-year term. Individual members cannot serve for more than two consecutive terms. An individual member of the Governing Board who is newly elected within the four-year term of the Governing Board holds office until the end of that term. This member may stand for re-election once.

The duties of the Executive Director of CIMPA are incompatible with those of the members of the Governing Board. The Executive Director of CIMPA attends the meetings and may be invited by the President to speak about any issue considered useful.

The outgoing President of CIMPA and the Chair of the Scientific Council are invited to the meetings as observers.

The Governing Board may, in addition, appoint legal persons from among the members of CIMPA to be observers at the meetings of the Governing Board for the entire duration of the term.

Duties and functioning. The Governing Board meets at least once a year. It is convened by the President, at the initiative of the President or at the request of a quarter of the members of the Governing Board, or at the request of one-fifth of the members of the association. The participation of at least one third of the members of the Governing Board is required for decisions to be valid. Proxy votes do not count in the calculation of this quorum.

If a quorum is not reached, a new meeting is called at least 15 days after the first meeting. In this case, a quorum is no longer required.

If an individual member can no longer be a member of the Governing Board, an election is held at the next General Assembly to replace that member. If that member is the President of CIMPA, the Vice President becomes the acting president until the election is held.

The members of the Governing Board may not receive any remuneration for the duties entrusted to them.

The Governing Board implements the strategic guidelines decided by the General Assembly. It manages and administers the association in accordance with these guidelines and the budgetary resources of CIMPA.

It submits the financial statements for the past year to the General Assembly for approval.

It decides which proposed decisions are submitted to the General Assembly.

It writes the by-laws in accordance with the provisions of article 17.

At the beginning of the year, the Treasurer presents the proposed budget for the year to the Governing Board. This budget includes the grants due to CIMPA in accordance with the annual agreements, and its other revenues. It also presents the planned expenses for the current year in accordance with the aims of CIMPA. The Governing Board approves the budget by a two-thirds majority of the votes cast and monitors its implementation.

Apart from the approval of the budget, the decisions of the Governing Board are approved by a majority of the votes cast. Abstentions, blank or invalid votes, are not considered votes cast. In the event of a tie in a vote other than an election, the President holds the deciding vote. In the event of a tie in an election, a second round is held to decide among the tied candidates. If, at the end of this second round, the candidates are still tied, the oldest candidate is elected.

The Governing Board may grant a permanent delegation within the scope of this article and those of Article 6 of these statutes to the Executive Committee who is responsible for reporting back to it at each meeting of the Governing Board.

ARTICLE 10 – The President of CIMPA

The President of CIMPA is elected by the Governing Board from among the Board's individual members for a term of four years. The President chairs the General Assembly, the Governing Board, the Steering Council and is the legal representative of CIMPA. The President oversees the operations of CIMPA and represents it before national and international organisations and in all civil matters.

The President appoints the Chair of the Scientific Council and the Executive Director.

ARTICLE 11 – Executive Committee

Composition. After electing the President of CIMPA for a four-year term, the Governing Board, chaired by the President, elects from among its other individual members the Vice President, Secretary and Treasurer of CIMPA, each for a four-year term.

The Executive Committee is composed of the President, the Vice President, the Secretary, and the Treasurer. The Executive Director of CIMPA participates in the meetings, except when any item on the agenda relates to his or her personal situation.

Duties and functioning. The Secretary writes the minutes of the meetings of the Governing Board, the Steering Council and the General Assembly.

The Treasurer manages the finances of CIMPA in collaboration with the Executive Director.

The Executive Committee takes all the measures necessary for the proper functioning of CIMPA in accordance with the guidelines and decisions adopted by the Governing Board.

ARTICLE 12 – Executive Director

The Executive Director is responsible for the day-to-day operations of CIMPA and is appointed by the President of CIMPA after a vote by the Governing Board. The Executive Director is delegated by the President the necessary powers to carry out the function's assignments. Within this framework, the Executive Director manages the departments of the association and ensures its operation, in particular as regards the recruitment, dismissal and discipline of employees.

The Executive Director has a four-year term of office, renewable once by the President of CIMPA with the approval of the Governing Board. The President of CIMPA may terminate the term of office of the Executive Director with the approval by the Governing Board.

ARTICLE 13 – Steering Council

Composition. The President of CIMPA chairs the Steering Council. The members of the Steering Council are:

- the individual members of the Governing Board,
- the Executive Director,
- the Scientific Officers as defined in the by-laws,

- institutional members: representatives of the learned societies, research institutes and scientific academies listed in the by-laws.

The General Assembly appoints the institutional members of the Steering Council on the proposal of the Governing Board.

The Steering Council meets at least once a year at the initiative of the President of CIMPA.

Duties and functioning. The Steering Council selects the CIMPA Schools for the following year based on the recommendations of the Scientific Council.

It discusses the policy guidelines of CIMPA and proposes priorities.

The Steering Council may make recommendations which are forwarded to the General Assembly by the President of CIMPA.

In the event of a vote, decisions are made by a simple majority of the votes cast. Abstentions, blank or invalid votes, are not considered votes cast. In the event of a tie in a vote, the President holds the deciding vote.

Representatives of other legal persons may also be invited at the initiative of the Executive Committee as observers or for brief presentations on their activities in relation to developing countries.

ARTICLE 14 – Scientific Council

Composition. The Scientific Council is composed of 10 to 14 members. The Chair of the Scientific Council is appointed by the Governing Board for a four-year term. The Chair may not hold office for more than two consecutive terms and attends all the meetings of the Governing Board as an observer.

The other members of the Scientific Council are appointed for a four-year term by the Governing Board upon the recommendation of the Steering Council. They are not allowed to serve more than two consecutive terms.

Duties and functioning. The Scientific Council provides an assessment of the activities of CIMPA submitted to it, which include the CIMPA Schools.

ARTICLE 15 – Working languages

The working languages of CIMPA are English and French.

ARTICLE 16 – Amendment of the statutes

The statutes may only be modified at an Extraordinary General Assembly.

Proposals regarding decisions to be made are presented by the President to all members at least one month before the Extraordinary General Assembly.

A quorum of 50% of the members is required to hold the Extraordinary General Assembly. Proxy votes do not count in the calculation of this quorum. In the absence of such a quorum, a second Extraordinary General Assembly is held at least 15 days after the first, at which no quorum is required.

Amendments are adopted by a two-thirds majority of the votes cast. Abstentions, blank or invalid votes, are not considered votes cast.

RULE 17 – By-laws

The by-laws specify how the statutes are to be applied. Amendments are proposed by the Governing Board and are submitted to the General Assembly for approval.

ARTICLE 18 – Dissolution



A proposal for dissolution is presented by the President of CIMPA to all members at least two months in advance by convening an Extraordinary General Assembly.

A quorum of 50% of the members is required to hold the Extraordinary General Assembly. Proxy votes do not count in the calculation of this quorum. In the absence of such a quorum, a second Extraordinary General Assembly is held at least 15 days after the first, at which no quorum is required.

Dissolution is adopted by a two-thirds majority of the votes cast. Abstentions, blank or invalid votes, are not considered votes cast.

In the event of dissolution, one or more liquidators are appointed by the Extraordinary General Assembly and all the remaining assets, if any, are transferred to an organisation that has the same non-profit goals as CIMPA or to one or several public institutions recognized as being of public interest, or referred to in paragraphs 5 and below of Article 6 of the Law of 1 July 1901, in accordance with the decisions of the Extraordinary General Assembly which rules on the dissolution. The remaining assets may not be transferred, even partially, to a member of the association.