



SICAMM

Societas Internationalis pro Conservazione Apis Melliferae Melliferae
International Association for the protection of the European Dark Bee

The Constitution of SICAMM

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1. Name and Seat

¹ "*Societas internationalis pro conservatione Apis melliferae melliferae*" or "SICAMM" exists as an association pursuant to Article 60 et seqq. CC seated Switzerland. It is politically independent and denominationally neutral and is referred to as "SICAMM" or the "Association" in the remainder of this document.

² The location of the administrative Head Office of SICAMM is decided by the main board.

2. Objective and purpose

¹ SICAMM promotes a sustainable approach to beekeeping through the conservation of native honey bee sub-species within their natural range, protecting genetic diversity and supporting sustainable beekeeping.

² The Association strives to achieve this goal through,

- a) the exchange of information, education and counselling,
- b) representing SICAMM's interests vis-à-vis political bodies and the general public,
- c) supporting participation in, and implementation of, scientific and applied research projects for the benefit of native honey bees.

³ SICAMM shall seek constructive cooperation with government bodies, research facilities, beekeepers' organisations, environmental organisations, and any other organisations who support the objectives of SICAMM.

⁴ SICAMM is exclusively a not-for-profit organisation and does not pursue any profit-making, or the self-interest of individuals. Individuals working for its members act in a voluntary capacity.

3. Financial year

¹ The financial year is identical to the calendar year.

4. Resources

¹ SICAMM may have the following resources at its disposal for the pursuit of its objectives:

- membership fees
- contributions from sponsors
- income generated from the Association's events
- income generated from publications, education and counselling
- income generated from the sale of merchandise
- subsidies
- income generated from service level agreements
- donations, legacies and grants of all kinds.

5. Membership

¹ Membership is open to natural persons and legal entities who support the objectives of SICAMM.

² Membership fees will be set by the Annual General Assembly. Honorary members, and Members holding office on the Main Board and the Scientific Board, are exempt from paying membership fees.

³ Membership fees are due for the whole of the year of admission.

5.1. Active Member Organisations

¹ Active Membership is open to organisations whose objectives align with the objectives of SICAMM.

² Several organisations per country can be members of SICAMM if they do not conflict with each other or with other Active Member Organisations.

³ Member organisations are obliged to submit their constitutions, any future amendments, and a current list of their Officers.

⁴ Member organisations are obliged to disclose the numbers of paying members and the total income received from membership fees as of their last closing account on or before the end of SICAMM's financial year. SICAMM treats the data confidentially in accordance with the current Swiss data protection guidelines.

⁵ Member organisations have the right to appoint Delegates to the General Assembly (see 7.2.).

⁶ Delegates have voting rights and the right to submit motions to the General Assembly.

⁷ The number of Delegates per organization is agreed by the Main Board according to membership numbers and communicated to the Member organizations. The total number of Delegates from Member organisations must be higher than the number of Delegates from the Main Board. The Main Board will invite the active Member organisations to appoint delegates to attend the Annual General Assembly and Special Assemblies.

⁸ Application for Active Membership can be submitted at any time to the Main Board. Upon admission by the Main Board, membership is provisional and voting rights are pending until confirmation by the Annual General Assembly.

⁹ Admission of membership can be rejected by the Main Board without stating any reasons. An appeal against rejection can be made at the Annual General Assembly. The appeal follows the rules for the submission of motions (see 7.3.4).

¹⁰ Active Membership is terminated in case of resignation, exclusion or dissolution of the Active Member Organisation.

¹¹ In the event of the resignation, exclusion or dissolution of an Active Membership, individual members of their organisation may remain as Individual Members with SICAMM. The membership data will be made available to SICAMM for this purpose.

5.2. Individual Members

- ¹ Individual Membership is open to individual persons.
- ² Individual Members have no voting rights and no right to appoint or act as a Delegate at the General Assembly. Individual members may nevertheless act as a delegate for an organisation.
- ³ Individual Members are entitled to submit motions to the General Assembly.
- ⁴ Application for Individual Membership can be submitted to the Main Board at any time. The Main Board has the sole decision upon the admission.
- ⁵ Admission of membership can be rejected by the Main board without stating any reason and without any right of appeal.
- ⁶ Individual Membership is terminated in the case of resignation, exclusion or death of the Individual Member.

5.3. Honorary Members

- ¹ Honorary Membership may be granted to individual persons who have made a special contribution to SICAMM by a proposal from the Main Board to the General Assembly.
- ² They have no right of Delegates or voting rights at the General Assembly but may attend as guests.
- ³ They have a right to submit motion to the General Assembly.
- ⁴ The honoured has the right to reject the Honorary Membership.
- ⁵ Honorary Membership is terminated in case of resignation, exclusion or death of the Honorary Member.

5.4. Resignation and exclusion

- ¹ Resignation from SICAMM may only be affected at the end of a financial year and with one month's notice.
- ² The full membership fee must be paid for the year in question.
- ³ A Member may be expelled from SICAMM at any time for violating the Constitution of the Association. The decision to exclude a Member shall be made by the Main Board.
- ⁴ A Member who fails to pay the membership fee despite a reminder may be suspended or expelled by the Main Board without further notice.
- ⁵ The Member may appeal against the suspension or exclusion decision to the Annual General Assembly. Membership rights shall be suspended until the final decision.

6. The Bodies of SICAMM

¹ The bodies that make up the association are:

- the General Assembly
- the Main Board
- the Auditors
- the Scientific Board (optional)
- the Administrative Office (optional)

7. The General Assembly

7.1. Duties and Powers

¹ The supreme body of SICAMM is the General Assembly.

² The Annual General Assembly has the following inalienable duties and powers:

- a. Approval of the Minutes of the last Annual General Assembly and any Special General Assemblies
- b. Approval of the Annual Reports of the Main Board and the Scientific Board
- c. Acceptance of the Auditors' report and approval of the annual accounts
- d. Election of the President, other members of the Main Board, the Auditors, the General Secretary and the Chair of the Scientific Board.
- e. Determination of the Members' contributions
- f. Approval of the Annual budget
- g. Acknowledgement of the programme of activities
- h. Voting on motions of the Active Members and the Main Board
- i. Amendments of the Constitution of the Association and other regulations
- j. Approval on the admission and the appeal against exclusion of Members
- k. Resolutions on the dissolution of the Association and the use of the liquidation proceeds

7.2. Composition and assignment of Delegates

¹ The General Assembly is composed as the following Delegates with voting rights:

- Members of the Main Board
- Delegates of the Active Members Organisations
- Chair of the Scientific Board

² Active member organisations have equal number of delegates irrespective of their number of members and contribution fees.

³ The number of delegates from the Active Member Organisations is agreed by the Main Board so that their number is higher than the number of Delegates from the Main Board.

⁴ The number of delegates per Active Member Organisation must be determined and communicated with the invitation to the General Assembly.

⁵ The Active Members Organisations are free to choose their Delegates. However, they are encouraged to appoint at least some of them on a fixed basis. This enables better continuity for the resolutions and discussions at the General Assembly.

⁶ Delegates can be represented by any other Delegate at the General Assembly by proxy and with written confirmation by their respective organisation. Each Delegate may represent a maximum of one other Delegate.

⁷ Honorary Members are admitted as guests without voting rights.

7.3. Organisation

¹ The General Assembly convenes annually in the first half of the year.

² The General Assembly may be held in physical or online presence.

³ The Active Member Organisations are invited to the General Assembly two weeks in advance in writing. The invitation must include the items on the agenda and the number of Delegates admitted. Invitations sent electronically are valid.

⁴ Motions from Members for additional business to be brought before the General Assembly must be submitted in writing to the Main Board no later than six weeks before the General Assembly convenes, stating the reasons for the motion.

⁵ The Main Board, or a minimum of one-fifth of the Active Member Organisations may at any time request that a Special General Assembly be convened, stating the purpose for the meeting. Such a meeting must be held no later than three months after receipt of the request, following the same rules as the Annual General Assembly.

⁶ Every duly convened General Assembly must have a quorum of at least one-quarter of the admitted Delegates present. If the quorum is not met, the General Assembly must be reconvened at a suitable date irrespective of the quorum present.

⁷ The Minutes of the General Assembly, with at minimum stating the resolutions passed, must be kept in writing.

7.4. Voting rights and votes

¹ Each Delegate as defined in 7.2.1 has one vote.

² Voting by the Delegates may be accepted by means of an electronic voting platform, in writing, or in person.

³ Motions from Members or from the Main Board may be passed by a simple majority of the delegates present.

⁴ Amendments to the constitutions must be passed by absolute majority of the delegates present.

⁵ The dissolution of the Association may be passed by three-quarter majority of the Delegates present. If fewer than three-quarters of all Delegates attend the meeting, a second meeting will have to be convened within one month. At such a meeting the Association may be dissolved by a three-quarters majority of the Delegates present.

⁶ In any case in the event of a tie, the President or in their absence the Vice-President, has the casting vote.

8. The Main Board

8.1. Structure and composition

¹ The Main Board consists of at least two persons.

² The term of office is 3 years. Re-election is allowed.

³ The Main Board is elected by the General Assembly. It constitutes itself except for the President who is elected specifically.

⁴ The following posts are represented on the Main Board:

- a) President
- b) Vice-President
- c) Treasurer
- d) Secretary

⁵ Several offices may be held at the same time.

⁶ Attention is paid to a balanced country and gender representation. Members of the Main Board do not need to be affiliated to any Active Member Organisation. Active Member Organisations might not have more than one of their members within the Main Board.

⁷ Members of the Main Board have the same voting right as the Delegates of the Active Member Organisations at the General Assembly. They have no right to submit individual motions but only through the Main Board.

⁸ Members of the Main Board cannot proxy for other Members of the Main Board or Active Member Organisations at Main Board meetings or the General Assembly.

⁹ The President or in his absence the Vice-President has a casting vote during board meeting.

8.2. Responsibilities and Duties

¹ The Main Board is responsible for managing the day-to-day business of the Association, implementing the resolutions of the General Assembly and representing the Association externally.

² The Main Board may:

- issue regulations
- set up working groups
- employ or commission people for appropriate remuneration (in accordance with labour laws) to achieve the objectives of SICAMM
- admit members to the Scientific board

³ The Main Board has all powers not delegated to another body by law or under this Constitution.

⁴ The Main Board meets as often as business requires. Any Member of the Main Board may request a meeting, stating the reasons.

⁵ Unless a Member of the Main Board requests oral deliberation, resolutions may be passed by circular letter or electronically.

⁶ In general, the Members of the Main Board work in a voluntary capacity and are not paid. They are, however, entitled to reimbursement of effective expenses.

9. The Scientific Board

¹ The Scientific Board consists of at least 3 Members.

² The term of office is 3 years. Re-confirmation is allowable.

³ Membership of the Scientific Board is determined by the Main Board. The Scientific board is invited to propose new members.

⁴ The Chair of the Scientific Board is elected by the General Assembly upon proposal by the Scientific Board and confirmation by the Main Board.

⁵ Scientific Board Members can be expelled from the Scientific Board without stating a reason, by a simple majority of the Main Board. Expelled members have no right of appeal.

⁶ The objectives of the Scientific Board are to:

- Provide scientific information and publications to Members and Bodies of the Association.
- Participate in the organisation of the biennial conference.
- Maintain a two-way dialogue with the Main Board, about research requests and priorities.
- Maintain a collaborative network between Scientific Board Members, other scientists and relevant parties.
- Maintain an environment of trust, confidentiality and collegiality among Members of the Scientific Board and communicate their SICAMM related work and plans with the other Scientific Board Members.
- Liaise with the Main Board on participation in SICAMM related scientific projects.

⁷ The Scientific Board meets as often as business requires, but at least twice a year. Any Member of the Scientific Board may request a meeting, stating the reasons. The President or their representative from the Main Board will attend Scientific Board meetings but without voting rights and receives the invitations and minutes of all the Scientific Board meetings.

⁸ Unless a member of the Scientific Board requests oral discussion, resolutions may be passed by circular letter or electronically.

⁹ In general, the members of the Scientific Board work in a voluntary capacity and are not paid. They are, however, entitled to reimbursement of agreed expenses at the discretion and approval of the Main Board.

¹⁰ The Scientific Board acts on behalf of the Main Board.

¹¹ The Scientific Board submits an annual report of its activities to the Main Board for the attention of the General Assembly.

10. The Auditors

¹ The General Assembly elects two auditors or a professional legal entity to audit the accounts and conduct random checks at least once a year.

² The Auditors submit an annual report to the Main Board for the attention of the General Assembly.

³ Their term of office is 3 years. Re-election is allowed.

11. Signing authority

¹ SICAMM is bound by the collective signature of the President, or in their absence the Vice-President, together with one other member of the Main Board.

12. Liability

¹ Only the assets of SICAMM are liable for the debts of the Association. Personal liability of the Members is excluded.

13. Dissolution of the Association

¹ SICAMM may be dissolved by resolution of the General Assembly, being supported by a three-quarters majority with a presence of three-quarters of the Delegates.

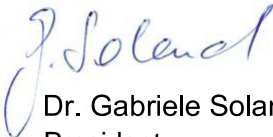
² If fewer than three-quarters of all Delegates attend the meeting, a second meeting will have to be convened within one month. At such a meeting SICAMM may be dissolved by a three-quarter majority of the Delegates present.

³ If SICAMM is dissolved, the assets of the Association will be transferred to a tax-exempt organisation in Switzerland that pursues the same or similar purposes. The distribution of the Association's assets among the members is excluded.

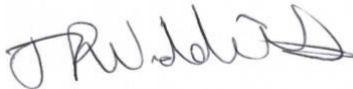
14. Entry into force

¹ This Constitution of SICAMM was approved by the Founding Assembly on 16th of March 2024 and entered into force with effect from such date.

Twann, Switzerland



Dr. Gabriele Soland
President



Joseph Widdicombe
Treasurer