

**THE STATUTES  
OF THE  
INTERNATIONAL PENAL AND PENITENTIARY FOUNDATION  
(IPPF)**

**PART I. NAME, SEAT, LANGUAGE, AIM AND ASSETS**

**Name, Seat and Language**

**Section 1**

There is created a Foundation, called the International Penal and Penitentiary Foundation (IPPF) (Fondation Internationale Pénale et Pénitentiaire (FIPP)), governed by Articles 80 ff. of the Swiss Civil Code and by these Statutes.

**Section 2**

The Foundation has its seat in Bern. Its organs, as hereinafter defined, may nevertheless meet elsewhere.

**Section 3**

The official languages of the Foundation shall be English and French.

**Section 4**

The present statutes are drafted in English and French. In case of divergence, the French text prevails.

**Aim**

**Section 5**

a) The Foundation shall have as its aim to promote studies in the field of the prevention of crime and the treatment of offenders, especially by scientific research, publications and teaching. To this end, it shall use the income from the remaining assets of the former International Penal and Penitentiary Commission (IPPC), as well as funds which the Foundation may itself receive.

b) The Foundation shall have regard to the activities of the United Nations consultative groups in the field of the prevention of crime and the treatment of offenders in order to ensure

so far as possible that its activities shall not overlap with the work of those groups and of the Commission of Social Development of the United Nations.

## **Assets**

### **Section 6**

- a) The assets initially conveyed to the Foundation shall consist of a capital fund of 600.000 Swiss francs.
- b) The assets of the Foundation can at any time be increased by other allocations that it may receive, as well as by the income from its capital.
- c) The assets of the Foundation shall be administered in conformity with these Statutes and shall be subject to an annual audit by an external and independent auditing body as provided by these Statutes.

## **PART II. ORGANS**

### **Section 7**

The organs of the Foundation are: A. the Council of the Foundation (hereinafter referred to as the Council); B. the Committees of the Foundation; C. the auditing body.

### **A. The Council of the Foundation**

#### **Competencies**

### **Section 8**

The Council is the supreme body of the Foundation and is responsible for its administration. The Council represents the Foundation with respect to third parties, directly or through persons or organs designated by the Council for that purpose. It has all competencies that are not expressly delegated to another organ by the Statutes or by the rules of the Foundation. In particular, it assumes the following inalienable tasks, being to:

- Designate signature authority on behalf of the Foundation;
- Designate authority to officially represent the Foundation;
- Elect members of the Council and revoke such memberships where appropriate;
- Manage the assets of the Foundation;
- Approve the annual accounts and report;
- Appoint and revoke the appointment of the auditing body;
- Provide to the Principal Committee on the occasion of its meetings, through the Treasurer, the annual statement(s) of the accounts of the Foundation that have been assessed by the auditing body together with the audit reports of such body;

- Inform the members of the Principal Committee on a regular basis with respect to the activities of the Council and consult with the Principal Committee on the occasion of its meetings and whenever otherwise appropriate;
- Take all decisions required to achieve the aims defined in Section 5;
- Create other organs and define their duties in complementary regulations or guidelines to the present Statutes;
- Enact complementary regulations setting down the principles governing the activities of the Foundation, particularly relative to matters not covered in the present Statutes, which regulations must be approved by the Swiss Surveillance Authority.

## **Constitution and composition**

### **Section 9**

- a) The Council is composed of five members, being a President, two Vice-Presidents, a Secretary-General and a Treasurer. Such members are elected by a two-thirds majority of the members of the Council.
- b) The members of the Council shall be elected from the members of the Principal Committee and shall remain members of the Principal Committee. The members of the Council shall all belong to different countries and, as far as possible, the choice of the candidates shall be made in such a manner as to ensure rotation of duties among members from the various countries represented in the Principal Committee.
- c) The members of the Council are elected for a period of five years and are eligible for re-election, except that the President and the two Vice-Presidents shall be eligible for re-election only once.
- d) If a member leaves the Council during his or her term of office, another member shall be elected as provided in this section for a new five-year term in the same office.
- e) The Treasurer shall reside in Switzerland and shall be a Swiss citizen or a national of an EU member state or of a member state of the European Free Trade Association.
- f) The membership of any person on the Council may be revoked for just cause such as a violation of his or her duties with respect to the Foundation or his or her inability or unwillingness to perform those duties properly. The Council may revoke such person's membership by a two-thirds majority vote of its members, thereby creating a vacancy that shall be filled in the manner provided for in this section.

## **Meeting, invitation, decisions**

### **Section 10**

- a) The Council shall meet in person as often as necessary but at least once a year, at a time and place determined by the President, or, in his or her absence, the Secretary-General.
- b) A special meeting of the Council may be called at any time by its President, or, in his or her absence, the Secretary-General on the demand of not less than half of the members of the Council.

- c) The Council is summoned by the Secretary General in writing, that is by letter, fax, email or other generally accepted form of written communication for such purposes, at least one month before the date of its meeting, indicating the agenda.
- d) The Secretary-General shall take minutes of all meetings.
- e) A quorum of the Council during its meeting requires the presence of a majority of its members. The Council shall take its decisions by a majority of the votes of the members present, unless indicated otherwise in these Statutes. In the event of equality of votes, the President shall cast the deciding vote or, in his or her absence, the senior Vice-President who is present shall do so. The decisions shall be recorded in the minutes.
- f) The Council also may take its decisions by circulation, that is by letter, fax, email or other generally accepted form of written communication for such purposes, unless two members request oral deliberation. Such decisions are taken by a majority of all the members of the Council, unless otherwise indicated in these Statutes. In the event of equality of votes, the President shall cast the deciding vote or, in his or her absence, the senior participating Vice-President.

## **B. The Committees of the Foundation**

### **Section 11**

- a) With a view to achieving the aims defined in Section 5, the Foundation shall have three committees whose members shall be those persons who have distinguished themselves in the field of crime prevention and the treatment of offenders.
- b) The committees of the Foundation are: the Principal Committee, the Associates Committee and the Fellows Committee.
- c) The activities, organisation and operation of the Committees of the Foundation are specified in regulations enacted by the Council.

### ***First Committee : the Principal Committee***

#### **Competencies**

### **Section 12**

- a) Mindful of the responsibility of the Council to inform and to consult with the Principal Committee, the latter shall play an advisory and consultative role with respect to the Council on the activities of the Foundation.
- b) The Principal Committee assumes the following tasks, being to:
- Elect its members and revoke such membership where appropriate;
  - Propose nominations to the Council for the election of members of the Council as provided in Section 9 paragraph a;
  - Propose policies and procedures relative to the payment of stipends and reimbursement for expenses of members of the Council;

- Propose to the Council amendments to these Statutes.

## **Composition**

### **Section 13**

- a) The Principal Committee shall comprise persons from each country that was represented on the International Penal and Penitentiary Commission (IPPC), which was subsequently disbanded and succeeded by the Foundation. The aforesaid countries – numbering twenty-five – are as follows: Argentina, Austria, Belgium, Chile, Denmark, Egypt, Finland, France, Germany, Hungary, Ireland, Italy, Japan, Luxembourg, Norway, The Netherlands, New Zealand, Poland, Portugal, South Africa, Spain, Sweden, Switzerland, The United Kingdom and the United States of America. Each country can have a maximum of three members on the Principal Committee.
- b) Members of the Principal Committee are required to actively contribute to achieving the goals and activities of the Foundation.
- c) The three members of each country shall represent the judiciary, the criminal justice and prison administration, and academia.
- d) All members are elected by a two-thirds majority both of the senior voting members of the Principal Committee as hereinafter defined (Section 14, paragraph b) and of the members of the Council. A person elected shall become a member of the Principal Committee when his or her election has been approved by his or her government. If, after receiving notification of such election, the government does not formulate an objection within three months, the election shall be considered as approved. Any vacancy in the membership of the Principal Committee shall be filled in the same manner by election of a person from the country of the outgoing member.
- e) A person's membership may be revoked for just cause shown by a two-thirds majority both of the senior voting members of the Principal Committee and of the members of the Council, thus creating a vacancy which may be filled in the manner provided for above.

### **Section 14**

- a) The Principal Committee comprises members as defined in Section 13, including the members of the Council in accordance with Section 9 paragraph b. All members are permitted to vote in the Principal Committee, unless these Statutes specifically provide that only senior voting members and the members of the Council may vote on a particular matter.
- b) Where the Statutes specifically provide that only senior voting members may vote, the senior voting member is the senior member of each of the twenty-five countries as set out in Section 13 as determined by the duration of his or her membership in the Principal Committee. At any meeting of the Principal Committee, in the absence of the senior member, the next most senior member from the same country who is present shall be authorized to vote as senior voting member.

## **Meeting, invitation, decisions**

### **Section 15**

- a) The Principal Committee shall meet at least every five years, at a time and place determined by the Council. A special meeting of the Principal Committee may be called by the Council at any time on the demand of not less than half of all the members of the Principal Committee.
- b) The Principal Committee is summoned by the Secretary-General of the Council in writing, that is, by letter, fax, email or other generally accepted form of written communication for such purposes, at least one month before the date of its meeting, indicating the agenda.
- c) The President of the Council presides over meetings of the Principal Committee, or, in his or her absence, the most senior Vice-President who is present.
- d) A quorum of the Principal Committee during its meeting requires the presence of a majority of its members. The Principal Committee shall take its decisions by a majority of the members who are present and eligible to vote, unless indicated otherwise in these Statutes. Its decisions are only valid if the majority of member countries are represented in the voting process. The decisions shall be recorded by the Secretary-General of the Council in the minutes.

## ***Second Committee: the Associates Committee***

### **Competencies**

### **Section 16**

The Associates Committee shall play an advisory and consultative role on subjects submitted to its members by the Council related to the Foundation's activities.

### **Composition**

### **Section 17**

- a) The Associates Committee shall comprise not more than seventy-five persons:
  - i) who are from a country other than one described in the section 13 paragraph a, although in no case shall there be more than three members from any such country; or
  - ii) who are affiliated with a public or private international organization that is relevant to the field of crime prevention and the treatment of offenders, although in no case shall there be more than three members from any such organization.

b) The members of the Associates Committee are elected by a two-thirds majority both of the senior voting members of the Principal Committee as defined in Section 14, paragraph b and of the members of the Council.

c) A person's membership may be revoked for just cause shown by a two-thirds majority vote both of the senior voting members of the Principal Committee and of the members of the Council, thus creating a vacancy which may be filled in the manner provided for above.

### ***Third Committee : the Fellows Committee***

#### **Competencies**

##### **Section 18**

The Fellows Committee shall play an advisory and consultative role on subjects submitted to its members by the Council relative to the Foundation's activities.

#### **Composition**

##### **Section 19**

The Fellows Committee shall comprise former members of the Principal Committee and of the Associates Committee who have expressed a wish to stay involved in the work of the Foundation.

#### **C. The auditing body**

##### **Section 20**

a) The Council shall appoint, according to the pertinent legal provisions, an external and independent auditing body to conduct annual audits of the accounts of the Foundation and to submit a detailed report to the Council for its approval, unless it has been exempted by the surveillance authority of the requirement to appoint such an organ. The auditing body shall also ensure compliance of its audit and its report with these Statutes, the Foundation rules and Swiss law.

b) The auditing body must report defects it discovers to the Council. If these defects are not corrected within a reasonable time, it shall inform if need be the surveillance authority.

## **D. Liability of the organs of the Foundation**

### **Section 21**

- a) All persons in charge of the administration, management or the auditing of the Foundation are personally liable for any damages that they cause to the Foundation because of errors committed intentionally or through negligence.
- b) If several persons have the obligation to repair any such harm, each person is responsible jointly with the others to the extent that the harm can be attributed to him or her personally because of his or her own fault and the circumstances.

## **PART III. AMENDMENTS TO THE STATUTES AND DISSOLUTION OF THE FOUNDATION**

### **Amendments**

#### **Section 22**

- a) The Council is authorized to propose to the Swiss Surveillance Authority amendments to these Statutes, according to Sections 85, 86 and 86b of the Swiss Civil Code, with the exception of Section 5, Section 6 paragraph a, Section 13 paragraph a and d, and Section 14 paragraph b unless and in as far as Swiss Law requires the amendment of the aforementioned sections. These amendments must be unanimously approved by the Council.
- b) Amendments may be proposed to the Council by the Principal Committee. The text of any proposed amendment shall be sent to the members of the Council at least two months before its meeting.

### **Dissolution of the Foundation**

#### **Section 23**

- a) The Foundation is an organization of unlimited duration.
- b) The Foundation may be dissolved by a unanimous decision of the Council only for the reasons provided by law (Section 88 of the Swiss Civil Code) and with the consent of the Swiss Surveillance Authority.
- c) In case of the dissolution of the Foundation, the Council shall designate by vote, under the same conditions as provided in Section 22 paragraph a, the organization or organizations pursuing a similar aim and which is/are tax exempted and has/have its/their seat in Switzerland, to which the assets of the Foundation shall be assigned. In no case shall any remaining assets return to the Principal or their successors.



## **PART IV. REGISTRATION**

### **Section 24**

The Foundation is registered in the commercial register of the Canton of Bern.

## **PART V. TRANSITORY PROVISIONS**

### **Section 25**

The first Council according to the new organisation of the Foundation such as provided in Sections 8 to 10 of the present statutes shall be elected by the current Council according to the current rules of voting.

### **Section 26**

The first Principal Committee according to the new organisation shall comprise the members of the current Council responding to the criteria provided by Section 13 of the present statutes.

**Signed on 17 June 2016, Helsinki, Finland:**

Mr. Phillip Rapoza  
President

Mr. Piet Hein van Kempen  
Secretary General

Mrs. Manon Jendly  
Treasurer

Mr. Warren Young  
Vice-President

José Luís Díez-Ripollés  
Vice-President