



Statutes

Preamble

These statutes are complemented by “Rules of Procedure” that provide further information on the details of the operations of the Geneva Global Health Hub and of its Steering Committee. Whereas the Statutes are submitted for approval to the Annual General Assembly (AGM), the Rules of Procedure are subject to the discretion of the Steering Committee and are modifiable by the Committee. The nomination of the Steering Committee and the content of the Rules of Procedure are, by default, determined and if needs be revoked by the AGM. The Rules of Procedure are delegated to the Steering Committee, but are also under the full authority of the AGM.

Name and seat

Article 1

The Geneva Global Health Hub (hereinafter “the G2H2”) is a non-profit association under Articles 60 et seq. of the Civil Code of Switzerland (Helvetic Confederation). The G2H2 is independent of any government, political party, ideological or religious grouping.

Article 2

The association is seated at its secretariat. The G2H2 shall be of unlimited duration.

Goals

Article 3

The G2H2 shall promote democratic global governance to achieve comprehensive and equitable health for all by building a steady and strong civil society voice through:

- Increased understanding of the complexities and politics of global health governance through knowledge gathering and sharing on multilateral policy processes and governance structures (in various forms) with a view to promoting and defending public interests;
- Facilitated networking and collaboration with a view to promoting policy coherence between policy levels (global, regional and national) and between health and other sectors that have a particular influence on health, such as trade, education, labour, among others; and
- Contributions to longer-term strategic thinking and coherent and sustained action by civil society entities involved in global health advocacy, taking account of country-level contributions and national variability.

Resources

Article 4

The G2H2's resources shall come from: membership fees, donations; legacies; private and public subsidies and any other resources authorized by the law. The funds shall be used in conformity with the G2H2's overall aim.

Membership

Article 5

Membership shall comprise

- **Member organizations:** Public interest civil society entities working at an international, regional, or national level who share the values and aims of the G2H2 and are able to actively participate in the hub and contribute to its sustainability, notably through regular payment of membership dues.
- **Individual members** who share the values and aims of the G2H2 and are able to contribute to its sustainability, notably through regular payment of membership dues.

Requests to become a member shall be addressed to the Secretariat of the G2H2, who shall put the request for membership to the next meeting of the Steering Committee (hereinafter 'The Committee'). The Committee shall decide on the admission of new members and shall inform the Annual General Meeting (AGM) accordingly.

Membership fees shall be payable for the calendar year, 1st January to 31st December.

Membership shall cease by a) written resignation notified to the Secretariat at least six months before the end of the year (by 30th June); b) exclusion ordered by the Committee, for just cause, with a right of appeal to the AGM¹ c) exclusion for non-payment of membership fees for two successive years with immediate effect on 1st July of the third year.

Members who have resigned, or who are excluded, shall have no rights to any part of the G2H2's assets (see Article 15 below).

Governance

Article 6

The G2H2's decision-making structures shall be, in order of authority:

- a) The Annual General Meeting (AGM)
- b) The Steering Committee (the "Committee")

The Annual General Meeting (AGM)

Article 7

The AGM shall be the G2H2's supreme authority. The AGM shall be composed of all G2H2 member organizations. Individual members are invited to attend the AGM as observers, without voting right.

The AGM shall be held once each year, preferably in Geneva at a time during the period when the World Health Assembly sits. It may also meet in extraordinary sessions whenever deemed necessary by decision of the Committee, or at the request of one-fifth of the membership.

In extraordinary situations, in particular if external circumstances do not allow members to travel to Geneva, the AGM or extraordinary session can be held via online conference platform. Special modalities for such online AGMs shall be communicated in advance and formally approved by the members at the beginning of the AGM

¹ Appeals shall be lodged in writing within 30 days of the Steering Committee's decision having been received by registered letter with a return receipt requested.

The AGM shall be deemed lawful if the quorum of at least one third of the member organizations is met, by presence or proxy votes. Each member organization has one vote. In online AGMs, proxy voting shall not be allowed.

The Steering Committee shall send notice of the AGM to members at least six weeks prior to the date of the Meeting, via e-mail. The proposed agenda shall be sent to each member at least 10 days prior to the date of the Meeting.

Article 8

The AGM shall:

- a) Note the admission or exclusion of members as decided and notified by the Steering Committee;
- b) Nominate and elect the President or two Co-Presidents of the G2H2 and the members of the Steering Committee;
- c) Oversee the activity of the G2H2 structures;
- d) Note the contents of the reports and financial statements for the year and vote on their adoption;
- e) Approve the annual budget;
- f) Approve the terms of reference and recruitment procedures by the Steering Committee for any paid employees of the G2H2, including termination, dismissal and other personnel actions taken;
- g) Appoint an auditor for the G2H2's accounts;
- h) Decide on any modification of Statutes;
- i) Fix the annual membership fees; and
- j) Decide on the dissolution of the G2H2.

Article 9

The AGM shall be chaired by the President or a Co-President of the G2H2 or a member of the Steering Committee delegated by the President or Co-Presidents.

Article 10

Decisions of the AGM shall be taken by a majority vote of the member organizations present and valid proxies delegated to them, which shall not exceed three proxies per member organization present. In case of a tie vote, the Chair of the AGM shall have the casting vote. Decisions concerning the amendment of the Statutes and the dissolution of the G2H2 shall be approved by a two-thirds majority of the members present; proxy votes shall not be valid in the case of dissolution of the G2H2.

Steering Committee (the "Committee")

Article 11

The Steering Committee is composed of the President and Vice-President (or, alternatively, two Co-Presidents), Secretary, Treasurer and 1 to 4 ordinary members.

The Steering Committee shall follow the "Rules of Procedure" in respect of total membership, the mandate of officers (President and Vice-President or Co-Presidents, Secretary and Treasurer: these officers constituting the 'Bureau'), the frequency of meetings, and the quorum for decision-making. Each Steering Committee member shall serve for two years, and the President or Co-Presidents shall not normally serve for more than two consecutive terms.

The Steering Committee shall be authorized to co-opt a member from the G2H2 membership to the Steering Committee should a vacancy occur before the following AGM.

Article 12

The Steering Committee shall be authorized to carry out all acts that further the purposes of the G2H2. The Steering Committee shall be authorized to manage the G2H2's business. The Steering Committee shall decide on the terms of reference and recruitment of any paid employee(s) of the G2H2 and on the status of any paid employee(s) vis-à-vis the Steering Committee in line with the approved recruitment procedures.

Article 13

The Steering Committee members shall serve as volunteers and shall not be compensated, except for documented expenses incurred in the line of service on the Committee.

Budget year, financial and accounting structures

Article 14

The budget and financial accounting shall follow the calendar year, i.e. shall begin on the 1st of January and end on the 31st of December of each year. The treasurer is responsible for oversight of, and reporting on the finances of the G2H2. The auditor appointed by the AGM shall audit the G2H2's accounts every year. Only the assets of the G2H2 shall be used to meet financial commitments. Members shall have no individual responsibility for the financial commitments of the G2H2.

Disposition of assets in the case of dissolution

Article 15

In the case of the G2H2 being dissolved by lawful vote of the AGM, the assets shall be allocated to a non-profit organization pursuing goals of public interest similar to those of the G2H2. The assets cannot be returned to the founders or members, nor be used to their, nor any other individual's or entity's own profit.

Statutes adopted by the Constitutive Assembly on 21 May 2016. Revised statutes (online AGMs and Co-Presidency) approved by the Annual General Meeting on 5 November 2020.

On behalf of G2H2

*Nicoletta Dentico
Co-President*

*Baba Aye
Co-President*

*Thomas Schwarz
Executive Secretary*