



**L A M U T U E L L E**

Association Mutuelle des Fonctionnaires Internationaux  
de l'Office des Nations Unies et Agences Spécialisées

**PROJECT NEW**  
**STATUTES**  
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## **CHAPTER 1: GENERAL PROVISIONS**

### **Article 1: Preamble**

The International Civil Servants' Mutual Association of the United Nations Office at Geneva and Specialized Agencies, hereinafter called "ICSMA", which is regulated by these Statutes, is placed under the patronage of the Director-General of the United Nations Office at Geneva.

### **Article 2: Name - Nature - Objectives - Headquarters**

1. ICSMA is a non-profit fund exclusive to the United Nations Office at Geneva and Specialized Agencies, administrated by international civil servants within the United Nations Office at Geneva. The objective of ICSMA is the promotion of mutual assistance among staff members working for organizations of the United Nations Common System whose headquarters are, in principle, in Geneva.
2. Within the framework of its statutory activities, ICSMA is covered by article II of the Agreement on the Privileges and Immunities of the United Nations concluded between the Swiss Federal Council and the Secretary General of the United Nations of 11 June and 1 July 1946.
3. ICSMA is headquartered at the United Nations Office at Geneva.
4. The liability of ICSMA is limited to the assets of ICSMA and its entities. ICSMA is the only responsible body for any commitments and liabilities engaged by ICSMA and its entities. The responsibility of the members of the Board of Directors and the Director-General of the United Nations Office at Geneva is formally excluded.
5. The interest of ICSMA takes precedence over members' individual interests.

### **Article 3: Trust Fund**

A Trust Fund for ICSMA was approved by the Advisory Committee on Administrative and Budgetary Questions (ACABQ) and established by the Secretary-General in 1988 in accordance with the Secretary-General's Bulletin (ST/SGB/188) on "Establishment and Management of Trust Funds".

### **Article 4: Operational structure**

1. ICSMA is comprised of two entities, the Mutual Association and the Provident and Insurance Group of International Officials, hereinafter called "GPAFI".
2. The Mutual Association and the GPAFI are regulated in accordance with the Rules and Regulations of the United Nations Office at Geneva, in so far as they are applicable, by the Statutes, by ICSMA's Internal Rules and Regulations and by Regulatory and Operational Manual.
3. The Mutual Association and the GPAFI operate entirely independently, and each of them is individually responsible.
4. Each entity maintains its own operating budget, approved annually by the Board of Directors.
5. The annual accounts of the Mutual Association and the GPAFI are consolidated, in CHF, at the end of the year for the purposes of ICSMA's annual report.

### **Article 5: Code of Ethics and Conduct**

The Code of Ethics and Conduct sets out the duties and obligations of conduct of the members of the Board of Directors, of the Committees, of the representatives of affiliated organizations and of ICSMA staff members in the performance of their duties. The Code of Ethics and Conduct has been redacted by the members of the Board of Directors and the Representatives of the affiliated organizations within the framework of the Statutes and Regulations in force at ICSMA, and does not replace the Staff Regulations and Statutes of the United Nations or of other affiliated organizations.



## **CHAPTER 2: AFFILIATED ORGANIZATIONS**

### **Article 6: Affiliation - Undertaking - Representation - Withdrawal - Exclusion**

1. The organizations of the United Nations system whose headquarters are, in principle, in Geneva and who wish their staff members to benefit from the services of ICSMA, may send a written request to the Board of Directors which will make a decision. If the application is rejected, the organization may appeal against this decision to ICSMA's Ordinary General Assembly.
2. To be affiliated, an organization within the United Nations system, whose headquarters is, in principle, in Geneva, must undertake to:
  - a. Make monthly deductions from the salaries of its staff members for the repayment of loans granted by the Mutual Association and for the payment of GPAFI insurance premiums, in accordance with the terms of the loan and insurance contracts concluded between the staff members and ICSMA entities. The organization will have to remit such repayments to the concerned entity of ICSMA by the last working day of the month at the latest, or if not possible, by the mutually agreed deadline. The Mutual Association has priority of payments over the GPAFI;
  - b. Deduct, on a first priority basis after any indebtedness due to the organization, from the final payments due to staff members, either upon separation from service or upon transfer, the balance due on any debts they may owe to ICSMA and to remit such balances to the concerned entity. The Mutual Association has priority of payments over the GPAFI;
  - c. Advise ICSMA, if possible in advance or at the time of the separation process at the latest, of separations, transfers or secondments of staff members that are members of ICSMA;
  - d. Provide to ICSMA, upon request, the contractual information and/or the personal contact information of ICSMA's members.
3. Each affiliated organization delegates a representative to the Board of Directors to attend the Board of Directors meetings to act in an advisory capacity, for a term to be established by each affiliated organization. The representatives of affiliated organizations shall receive no financial compensation.
4. If one of the affiliated organizations wishes to withdraw from ICSMA, it shall notify the Board of Directors in writing, with a period of notice of at least 6 months, specifying the date on which the withdrawal takes effect.
5. If one of the affiliated organizations fails repeatedly to respect the present Statutes, the Board of Directors will inform the organization in writing and request that the corrective measures be taken within a deadline of 30 days. If the affiliated organization has not taken corrective measures within the prescribed deadline, the Board of Directors will send a new formal notice requesting it to take the corrective measures within a new deadline of 30 days failing which it will request its exclusion at an Extraordinary General Assembly.
6. Once the withdrawal or the exclusion of an affiliated organization has been formally decided, in accordance with the preceding paragraphs, ICSMA's services will no longer be proposed to the employees of the affiliated organization. ICSMA and the affiliated organization will mutually agree on the terms and conditions that will prevail until the effective date of withdrawal/exclusion taking into account the fact that, at that date, its employees will no longer benefit from the services of ICSMA and that they must have repaid their loan(s), closed their account(s) and terminated their insurance(s) by the effective date of the withdrawal/exclusion at the latest.

## **CHAPTER 3: MEMBERS**

### **Article 7: Admission - Cessation**

1. ICSMA membership is open to:
  - a. All active locally recruited staff, stationed in Geneva, of a member organization;



- b. All active internationally recruited staff of a member organization.
2. Membership will cease upon:
  - a. Voluntary termination of membership (in writing);
  - b. Death;
  - c. Separation from the United Nations system except for retirement;
  - d. Termination by the Board Sub Committee.
3. Before being admitted as a member, the applicant must acknowledge having read ICSMA' Statutes and Rules and Regulations, undertake to comply with them and pay a membership fee, which amount is fixed by the Board of Directors.

## **CHAPTER 4: RESOURCES**

### **Article 8: Resources**

ICSMA's resources consist of:

- a. Membership fees;
- b. Revenue on loans to members;
- c. Insurers' commissions, fees and profit share;
- d. Revenue on investments and other income.

## **CHAPTER 5: STATUTORY BODIES**

### **Article 9: Statutory Bodies**

ICSMA's statutory bodies are:

- a. The Board of Directors;
- b. The General Assembly;
- c. The Executive Offices;
- d. The Oversight Body.

## **CHAPTER 6: THE BOARD OF DIRECTORS**

### **Article 10: Responsibilities**

1. The Board of Directors is responsible for the overall management and supervision of ICSMA. It lays down policy guidelines and ensures the proper conduct of the business.
2. The members of the Board of Directors shall receive no financial compensation.

### **Article 11: Composition and appointment**

1. The Board of Directors shall consist of seven members.
2. The members of the Board of Directors shall be appointed as follows:
  - a. Two Directors are appointed by the Director-General of the United Nations Office at Geneva;
  - b. One Director is appointed by the Staff Coordinating Council of the United Nations Office at Geneva;
  - c. One Director, representative of the affiliated organization, is appointed on a rotation basis among the representatives of the affiliated organizations;
  - d. Three Directors, serving with or administered by the United Nations Office at Geneva, are elected by the ICSMA Ordinary General Assembly.



3. Upon taking office the Board of Directors shall appoint from its members a chairman, a vice-chairman, a treasurer, a deputy-treasurer and a secretary.

## **Article 12: Terms and measures in case of vacant post**

1. The term of office of each member of the Board of Directors starts the day after the Ordinary General Assembly during which each member is appointed and terminates on the day of the third Ordinary General Assembly.
2. The members of the Board of Directors shall serve a term of three years, renewable five times. In case the Director is appointed by the article 11 paragraph 2.c above, his/her term is not renewable.
3. In the event of a vacancy of a member of the Board of Directors, the vacancy shall be filled, within three months from the date of the event of the vacancy, as follows:
  - a. If the member was elected by the Ordinary General Assembly, the Board of Directors shall fill the vacancy, by co-option. The mandate of a newly co-opted Director must be confirmed by the first General Assembly following the co-option;
  - b. If the member was a representative of the affiliated organization, the affiliated organization may fill the vacancy;
  - c. If the member was appointed by the Director-General of the United Nations Office at Geneva, the Director-General of the United Nations Office at Geneva may fill the vacancy;
  - d. If the member was appointed by the Staff Coordinating Council of the United Nations Office at Geneva, the Staff Coordinating Council of the United Nations Office at Geneva may fill the vacancy.
4. If a member of the Board of Directors fails to attend meetings regularly or fails to carry out the duties, his/her seat may be declared vacant by the Board of Directors with one month's notice. The vacant seat shall be filled as per paragraph 3 above.

## **Article 13: Meetings**

The Board of Directors and Representatives of affiliated organizations shall meet, in principle, once a month, but may also be convened by the chairman of the Board of Directors or persons authorized by him/her, or by request of half of the members of the Board of Directors.

## **Article 14: Quorum**

The quorum is constituted by 3 members of the Board of Directors and decisions are taken by the majority of the members present.

## **CHAPTER 7: THE ORDINARY GENERAL ASSEMBLY**

### **Article 15: Definition**

The Ordinary General Assembly consists of all ICSMA members and shall be held, at least, once a year within six months following the year-end closing.

### **Article 16: Functions**

The Ordinary General Assembly may:

- a. Adopt modifications of Articles of the Statutes;
- b. Elect and dismiss the three Directors, serving with or administered by the United Nations Office at Geneva, forming the Board of Directors;
- c. Receive and approve ICSMA financial statements;
- d. Receive and approve the reports of the Board of Directors;



- e. Receive and approve the reports of the Oversight body;
- f. Discharge the Board of Directors for its management;
- g. Formulate and propose recommendations to the Board of Directors related to the current management of ICSMA;
- h. Decide on the utilization of the ordinary reserve fund but only in case of surplus;
- i. Statute on the appeal from an organization against a decision to refuse affiliation.

## **Article 17: Convocation**

1. The Board of Directors sets the date of the Ordinary General Assembly and convenes the members by means of a circular which will include the agenda. The annual report shall be attached to the notice of meeting and distributed to ICSMA's members at least three weeks before the date of the meeting.
2. The Ordinary General Assembly shall deal only with the items that are on the agenda.
3. Members wishing to address a topic during the Ordinary General Assembly must submit a request in writing for the item to be included on the agenda, along with a reasoned request to the Board of Directors no later than the 31<sup>st</sup> of January preceding the Ordinary General Assembly. Depending on the importance of the subject, the Board of Directors will decide whether the topic will be part of the agenda, addressed under other business or not, and shall inform the member of its decision in writing.
4. In the event of amendment or revision of the Statutes, the notice of meeting shall set forth the content of the proposed amendments.

## **Article 18: Quorum**

1. The Ordinary General Assembly can begin when the quorum of 40 members present is reached. If members leave the meeting during the discussion, their departure does not affect the validity of the proceedings even if the quorum is no longer reached.
2. If there is no quorum, the Ordinary General Assembly shall be convened for another date by a circular distributed within two weeks. The new Ordinary General Assembly does not need a quorum for its deliberations.

## **Article 19: Presidency**

The Ordinary General Assembly elects a President by a show of hands at the proposal of the Board of Directors or ICSMA members. The President ensures the efficiency of the Ordinary General Assembly proceedings and may limit the time appropriately so that it does not last more than one and a half hours.

## **Article 20: Voting**

1. Vote is taken by a show of hands and by a simple majority of members present at the Ordinary General Assembly. However, another voting system, including e-voting, could be adopted if the majority of the members present or the Board of Directors require it.
2. Votes shall only be taken on items featured on the agenda, with the exception of a proposal to convene another Ordinary General Assembly.

## **Article 21: Appeal**

If a decision of the Ordinary General Assembly is contested by one fifth of ICSMA's members within 20 days from the date of publication of the Minutes in French on ICSMA's secured access portal, the Board of Directors shall convene an Extraordinary General Assembly whose ruling is final. The Extraordinary General Assembly shall be held regardless of the number of members present.



## **CHAPTER 8: THE EXTRAORDINARY GENERAL ASSEMBLY**

### **Article 22: Definition**

An Extraordinary General Assembly may be called if the Board of Directors deems necessary, or if the Director-General of the United Nations Office at Geneva or one fifth of ICSMA members expressly request it. The provisions under Chapter 7 shall apply, except for Articles 15 and 16.

### **Article 23: Functions**

The Extraordinary General Assembly's main responsibilities are to approve important decisions, or decisions that alter the characteristics of ICSMA and/or its entities, such as:

- a. The adoption of new Statutes;
- b. The modification of the objectives, name, structure of ICSMA and/or its entities;
- c. The utilization of the ordinary reserve fund except in case of surplus;
- d. The merge, separation, change or dissolution of ICSMA and/or its entities as per Chapter 15 of the Statutes;
- e. The request for an exclusion of an affiliated organization;
- f. Any other reason of exceptional character.

## **CHAPTER 9: THE EXECUTIVE OFFICES**

### **Article 24: The Executive Secretary of the Mutual Association and the Chief of GPAFI**

1. The Executive Secretary of the Mutual Association and the Chief of GPAFI shall act under the authority of ICSMA Board of Directors.
2. Through a delegation of authority from the Board of Directors, the Executive Secretary of the Mutual Association and the Chief of GPAFI are responsible for their respective offices and ensure compliance with the procedures and regulations set up by the Board of Directors as well as a diligent handling and supervision of the accounts.
3. The Executive Secretary of the Mutual Association and the Chief of GPAFI shall prepare a biennial budget for their respective entity. This budget is updated and submitted to the Board of Directors for approval annually.
4. The Executive Secretary of the Mutual Association and the Chief of GPAFI are responsible for establishing and maintaining all operational procedures necessary to perform the duties assigned by the Board of Directors.
5. The Executive Secretary of the Mutual Association and the Chief of GPAFI are responsible for establishing the financial statements for their respective entity.

## **CHAPTER 10: THE OVERSIGHT BODY**

### **Article 25: Functions - Nomination - Dismissal**

1. The Oversight Body audits the financial statements of ICSMA and its entities and their compliance with respect to the Statutes, Internal Rules and Regulations and best practice, and presents its report and observations to the Ordinary General Assembly.
2. The Oversight Body is selected through a request for proposal. The Director-General of the United Nations Office at Geneva shall approve the choice of the Oversight Body.
3. The Oversight Body is appointed for a term of five years, which can be revoked by the Board of Directors and the Director-General of the United Nations Office at Geneva.



## **CHAPTER 11: THE COMMITTEES**

### **Article 26: Functions - Nomination - Dissolution**

1. The Board of Directors shall constitute the Committees in order to assist it in its tasks and to achieve the objectives set.
2. The Committees shall act only within the framework of their mandate and report to the Board of Directors.
3. The appointment of the members of the Committees, except the one of the expert of the Audit Committee, shall be approved by the Board of Directors. As soon as they are appointed, the chairman and the vice-chairman of the Committees determine the tasks and responsibilities of the members of the Committees for which they are responsible.
4. The members of the Committees are mainly members of the Board of Directors and the chiefs of the executive offices. Where necessary, the Board of Directors may also appoint other members with the necessary qualifications to perform the functions.
5. The expert who serves on the Audit Committee as Chairman is selected through a request for proposal. The Director-General of the United Nations Office at Geneva shall approve the choice of the expert.
6. A Committee shall be dissolved if the task for which it was constituted has been completed or upon decision of the Board of Directors.
7. The members of the Committees shall receive no financial compensation except for the expert who serves on the Audit Committee.

## **CHAPTER 12: INTERNAL RULES AND REGULATIONS AND REGULATORY AND OPERATIONAL MANUAL**

### **Article 27: General Provisions**

1. The points that are not covered by the current Statutes are subject to Rules and Regulations provided to members, and by a Regulatory and Operational Manual for internal use only.
2. The Internal Rules and Regulations and the Regulatory and Operational Manual may be amended at any time by the Board of Directors.

## **CHAPTER 13: THE DIRECTOR-GENERAL OF THE UNITED NATIONS OFFICE AT GENEVA**

### **Article 28: The Director-General of the United Nations Office at Geneva**

1. The Director-General of the United Nations Office at Geneva appoints two Directors to serve on ICSMA Board of Directors and to represent him/her. These Directors must ensure that ICSMA complies with the procedures, act in accordance with the Statutes and Rules and Regulations to which it is subject, and verify that the aspect of risk is considered in any decision taken.
2. If the Director-General of the United Nations Office at Geneva considers that the provisions of Article 28.1 are not met, he/she may take, in respect of such a decision, the measures he/she deems appropriate, in consultation with the relevant bodies.

## **CHAPTER 14: TEMPORARY SUSPENSION OF ACTIVITY**

### **Article 29: Temporary suspension of activity**

1. If one or all ICSMA entities are unable to fulfil their commitments due, for example, to the lack of members or financial difficulties, the Board of Directors must notify, in writing, the Director-General of the United Nations Office at Geneva. From that moment, some or all of the activities of ICSMA or of the



- entity concerned are temporary suspended for an unlimited period of time, and members may no longer be authorized to use some or all the services, nor withdraw funds.
2. An interim financial report, which determines if all liabilities of one or all of ICSMA's entities are covered by their respective assets, and the Board of Directors' recommendations shall be submitted to the Director-General of the United Nations Office at Geneva within 30 days from the notification.
  3. The Director-General of the United Nations Office at Geneva examines the recommendations submitted by the Board of Directors and decides whether or not to accept them, or to request more information.
  4. If the Director-General of the United Nations Office at Geneva approves the recommendations of the Board of Directors to resume the activity of ICSMA or one of its entities after a temporary suspension, the Board of Directors and the Director-General of the United Nations Office at Geneva will set a date for a review the legal, financial and operational processes before any activity can be resumed.
  5. If the Director-General of the United Nations Office at Geneva approves the recommendations of the Board of Directors to dissolve ICSMA or any of its entities, the Board of Directors shall call an Extraordinary General Assembly. The services of ICSMA and any of its entities may remain suspended until the end of the liquidation process.
  6. ICSMA's members will be informed regularly by the Board of Directors throughout the entire process.

## **CHAPTER 15: DISSOLUTION AND LIQUIDATION**

### **Article 30: Dissolution and liquidation**

1. The Director-General of the United Nations Office at Geneva may decide to dissolve ICSMA or one of its entities either on its own initiative, after having consulted the Board of Directors and the Extraordinary General Assembly, or on the recommendation of the Extraordinary General Assembly confirmed by a two-thirds majority of the members of ICSMA.
2. In the event of a dissolution of ICSMA or one of its entities, a liquidation committee of 6 members is established, which includes a member designated by the Director-General of the United Nations Office at Geneva, a member from the Staff Coordinating Council of the United Nations Office at Geneva, the Oversight Body, the Executive Secretary of the Mutual Association and the Chief of GPAFI.
3. The liquidation Committee is entitled to continue provisionally the management of ICSMA or of the entity being liquidated, to liquidate current affairs, to realize the assets, to meet the commitments and to settle liquidation fees.
4. Once the decision has been taken to liquidate ICSMA or one of its entities, all the services of the ICSMA or of the entity concerned by the liquidation are suspended during the liquidation.

### **Article 31: Member liability**

1. As member deposits benefit from no guarantee, the liability of each ICSMA member is limited to the amount of his/her assets deposited with ICSMA, if he/she is a depositor, or of his/her debts with ICSMA if he/she is a debtor.
2. In the event of a dissolution of ICSMA or one of its entities, and if a member is both depositor and borrower, he/she can offset his/her debts with his/her assets.

## **CHAPTER 16: APPEAL**

### **Article 32: Appeal**



1. Any claim by a member following a decision by an ICSMA's Board Sub Committee must be submitted to the Executive Secretary of the Mutual Association within 30 days from the date of the written notification of the decision.
2. The appeal shall be submitted before ICSMA's Board of Directors.
3. Any claim by a member following a decision by the Board of Directors must be submitted to the Executive Secretary of the Mutual Association within 30 days from the date of the written notification of the decision.
4. The appeal shall be submitted before an Arbitration Committee composed of one representative of ICSMA, one representative of the member and one representative appointed by the two parties.
5. The decision of the duly constituted Arbitration Committee shall be final and binding upon the two parties.

## **CHAPTER 17: FINAL PROVISIONS**

### **Article 33: Amendment to the Statutes**

1. The Board of Directors may recommend amendment of these Statutes to the Ordinary or Extraordinary General Assembly.
2. The Director-General of the United Nations Office at Geneva may recommend amendment of these Statutes to the Ordinary or Extraordinary General Assembly, either on its own initiative, after having consulted the Board of Directors, or on the recommendation of the Ordinary General Assembly and/or of the Oversight Bodies.
3. Any decision concerning amendments to the Statutes shall be approved by a simple majority, unless the Ordinary or Extraordinary General Assembly decides otherwise.

### **Article 34: Authentic text**

Only the French text of the Statutes is binding.

### **Article 35: Entry into force**

1. The present Statutes are approved by the Director-General of the United Nations Office at Geneva and replace the Statutes bearing the reference AMFI/2015/2.
2. The present Statutes become effective with the approval of the Extraordinary General Assembly held on 2 May 2018.

AMFI/2018/04