

Statutes of LIS non-profit association

coordinated text

Contents

Section 1: Name, form, Registered Office, term, financial year, languages, object

article 1	:	Name, form
article 2	:	Registered office
article 3	:	Term
article 4	:	Financial year
article 5	:	Languages
article 6	:	Aims and purposes
article 7	:	Neutrality

Section 2: Asbl members and definitions

article 8	:	Asbl Members
article 9	:	Admission to the Asbl
article 10	:	Resignation - Exclusion

Section 3: Organisation

article 11	:	Structure
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A) The Presidency

article 12	:	The President
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B) The Secretary General

article 13	:	Election
article 14	:	Task

C) The General Assembly

article 15	:	Composition of General Assembly
article 16	:	Functions of the General Assembly
article 17	:	Representation
article 18	:	Convocations and Meetings
article 19	:	Minutes
article 20	:	Modes of passing resolutions
article 21	:	Advisory Board and Other Working Groups

D) The Executive Committee

article 22	:	Composition
article 23	:	Task
article 24	:	Capacity of the Executive Committee to complement itself

article 25	:	Meetings and deliberations
article 26	:	Working groups

E) The Luxembourg Office

article 27	:	Tasks
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Section 4: Finances

article 28	:	Resources
article 29	:	Dues
article 30	:	Accounting and audit

Section 5: Archives

article 31	:	Documents to be archived
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Section 6: Internal rules

article 32	:	Adoption and content
------------	---	----------------------

Section 7: Amendment of the statutes

article 33	:	Procedure
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Section 8: Dissolution / Liquidation

article 34	:	Dissolution
article 35	:	Liquidation of assets

Section 9: Final provisions

article 36	:	Interpretation
article 37	:	Legislation and competent jurisdiction

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as well as all those persons who shall be later admitted as Asbl members, there is incorporated a non-profit association governed by the Law of 21 April 1928 on non-profit associations, as later amended, as well as by the present statutes.

Section 1.

Name, form, Registered Office, term, financial year, languages, object

Article 1: Name, form

The association shall be called: Luxembourg Income Study (hereinafter called "LIS"). It shall be a non-profit association.

Article 2: Registered Office

Its Registered Office shall be in L – 2343 Luxembourg, 17, rue des Pommiers (Grand Duchy of Luxembourg).

Article 3: Term

Its term shall be unlimited.

Article 4: Financial year

The financial year shall begin on the first day of January and close on the thirty first day of December.

Article 5: Languages

The official languages of LIS shall be English and French.

Article 6: Aims and purposes

LIS shall *inter alia* have as its purpose:

- to promote the use of microdata in comparative research
- to harmonise microdata to render it comparable across countries and over time
- to store the data, transformed and harmonised in such a manner that it may be accessed directly and not be copied, removed or altered
- to provide a remote-access system
 - that enables users to submit statistical requests and to receive results via electronic mail
 - that verifies all requests submitted to check that they correspond to the security standards required and defined by LIS and do no breach any data protection law or other defined regulations
- to document the origin, content and changes undertaken on the original data and to render that documentation accessible to users by electronic means
- to provide support for LIS data users
- to ensure the operation of the computer system for the submission of requests and to guarantee uninterrupted service
- to continue to develop the LIS data processing system to guarantee rapid and efficient access to LIS data in relation to the evolution of new technologies with regard to the processing of information
- to ensure that LIS data are not used for commercial purposes or for any other profit-making activity.

Article 7: Neutrality

LIS shall be neutral with respect to politics and religion.

Section 2.

Asbl members and definitions

Article 8: Asbl Members

LIS shall be composed of national and international members. The number of members shall be unlimited but may not be less than three.

There shall be only one member per country.

LIS shall not recognise any pre-eminence or privilege in favour of one of its members arising from the size of the country of origin or the institution, from its seniority of membership or from its importance in any other field.

Subject to the following, the national member may be in one of two categories: national individual members and national institutional members.

a) National individual members:

Individuals may become members if they are connected with organizations that provide LIS with data or funding. On the Asbl they cannot be their official representatives.

b) National institutional members:

National institutions may become members if they provide LIS with data or funding.

c) When more than one individual and/or national institution per country applies for membership

In cases where more than one individual, or more than one national institutional, or any combination of them from a country apply for membership, the persons and/or institutions from this country can all attend the General Assembly, but must form a national committee, or join the existing national committee. This national committee is considered the national member of this specific country and has the right to vote.

Before the meeting begins, the national committee must designate in writing the name of the individual who is its representative, entitled to act on its behalf in all formal proceedings.

d) International institutional members:

International institutions may become members if they provide LIS with data or funding.

They do not have to form or join a national committee.

They always have an individual separate vote.

e) Exemption: individual members:

Exempt from this rule of grouping together in a national committee are a maximum of two individual persons, who shall not be obliged to form or join a national committee or who may leave the national committee to which they belong and who are not considered to be a national member, if they are elected to the function of President or Secretary General of LIS. During the term of their mandate, each of these persons shall be an individual member with an individual right to vote.

At the end of their term, the general rules shall once again be applicable.

Article 9: Admission to the Asbl

LIS shall be open to national individual members and to national and international institutional members emanating from all countries without exception.

a) In order for an individual to become a member of the LIS Asbl, applicants must:

- send application to LIS Asbl in one of the official languages, or present their candidacy to the Executive Committee ;
- agree to adhere to the present statutes, Internal Rules and texts signed by LIS ;
- pay annual dues AND demonstrate their intellectual and/or technical knowledge related to LIS;
- receive a simple majority of votes in the General Assembly supporting their membership request

b) In order for a national or international institution to become a member of the LIS Asbl, applicants must:

- send application to LIS in one of the official languages, or present their candidacy to the Executive Committee;
- adhere to the present statutes, Internal Rules and texts signed by LIS ;
- pay annual dues AND be an institution that provides LIS with either data or funding;
- identify in writing the person who will represent the organization;
- receive a simple majority of votes in the General Assembly supporting their membership request

The Executive Committee will make recommendations to the General Assembly concerning the admission of new members.

Article 10: Resignation – Exclusion

- Asbl members may submit their resignation in writing to the Executive Committee at any time, with effect from 31 December and must observe a period of prior notice of at least three months.
- Asbl members shall automatically be considered as having resigned following a refusal to pay the annual dues within the following set time limit: If the dues are not paid within six months of 31 August, members will be considered to be in default. At that time, LIS will send a written notice, notifying the member that they have been suspended. If the situation is not regularised within three months following the written notice of suspension, the member shall be considered automatically as having resigned.
- The General Assembly may vote for the exclusion of an Asbl member by a 2/3 majority of the votes cast if he/she contravenes the aims and interests of LIS.

The Executive Committee shall automatically note the resignation or the exclusion and inform those interested or the relevant Asbl member in writing.

Section 3.

Organisation

Article 11: Structure

The organs of LIS shall be as follows:

- A. The President
- B. The Secretary General
- C. The General Assembly
- D. The Executive Committee
- E. The Luxembourg Office

A) The Presidency

Article 12: The President

- The President of LIS shall preside over the Executive Committee and the General Assembly
- He/She shall be elected by the General Assembly for a term of four years and may be re-elected thereafter.
- He/She may be replaced on the vote of a 2/3 majority of the General Assembly.

- In the event that he/she is prevented from serving, the President of LIS may be temporarily replaced by the Secretary General.

B) The Secretary General

Article 13: Election

- The Secretary General shall be elected by the General Assembly for a term of four years and may be re-elected thereafter. He/She may be replaced on the vote of a 2/3 majority of the members of the General Assembly.

Article 14: Task

- The Secretary General shall be responsible in co-operation with the Luxembourg Office for the effective operation of LIS, taking into account the resolutions passed by the General Assembly and the Executive Committee.
- He/she shall execute the specific tasks given by the General Assembly or the Executive committee
- He/She shall automatically be a member of the Executive Committee.
- He/She shall sign documents.
- He/She shall recruit the employees necessary for the effective operation of the office and manage their contracts of employment.

C) The General Assembly

Article 15: Composition of the General Assembly

The General Assembly shall be composed of as many members as there are members belonging to LIS. Each member shall have one vote, with exceptions laid out in Article 8.

Article 16: Functions of the General Assembly

The General Assembly shall determine the general policy of LIS

It shall be responsible for:

- electing and dismissing the President, the Secretary General and the members of the Executive Committee
- accepting or refusing the resignation of the President, the Secretary General and the members of the Executive Committee

- ruling on the admission, exclusion and resignation of Asbl members
- ruling on the admission to membership of the Advisory Board, which is described in Article 21 on the proposal of the Executive Committee
- approving the report on the activities of the Executive Committee and the accounts for the closed financial year after a report from the body charged with auditing the annual accounts
- granting discharge to the executive Committee
- determining any new values for the annual dues and for the contributions to be paid by sponsors
- adopting provisional budgets
- appointing the body charged with auditing the annual accounts
- deciding on new projects and the work program put forward by the Executive Committee
- ruling on any amendment to the aims and purposes of LIS, the amendment of its statutes and the dissolution of LIS.

Article 17: Representation

One Asbl member may be represented by proxy, by another Asbl member.

Representation by non-members shall be excluded.

Article 18: Convening and Meetings

The General Assembly shall meet every other year in Luxembourg, between 1 June and 31 July to be convened at the request of the Executive Committee. These meetings are part of what is referred to hereafter as “the biennial meetings”.

In alternative years the General Assembly will meet using electronic exchange.

The procedure for all meetings will be fixed in the internal rules.

The General Assembly may also be convened at any time either by the Executive Committee or if 1/5 of the members of the General Assembly so request.

All matters to be discussed must be included with the agenda and sent with the notice that convenes the meeting. Any member of the General Assembly may make amendments or additions to the agenda in writing.

Proposals signed by at least 1/20 of the last list of members must be included on the agenda.

If Asbl members present or represented agreed unanimously, resolutions may be passed, which are not on the agenda if the situation so requires and if the resolution cannot wait until the next General Assembly.

The notice that convenes the meeting must be sent to Asbl members and Advisory Board members six weeks before the meeting. Proposed amendments to the agenda shall be sent, at the latest three weeks before the meeting, to the President, who must inform the other members.

Article 19: Minutes

The deliberations of the General Assembly held in Luxembourg and of the General Assembly held via electronic exchange shall be recorded in the minutes approved at the following General Assembly.

The minutes and resolutions of the General Assembly shall be sent to the members of the General Assembly and of the Advisory Board and to third parties if so required within six weeks following the Assembly or the electronic exchange. Objections to the minutes shall be made within four weeks following receipt of the minutes.

The minutes may be consulted at the Registered Office by appointment, after written application three weeks in advance.

Article 20: Modes of passing resolutions

Resolutions of the General Assembly shall be passed in accordance with the three modes of voting indicated below:

- a) Resolutions shall be passed by simple majority unless another procedure has been specified either in the statutes or in the internal rules, on the condition that one half of the members are present or represented at the time of voting.
- b) Resolutions that are passed by the General Assembly shall be consistent with the consultations offered by both the Asbl Members and the Advisory Board.
- c) A 2/3 majority of Asbl members present or represented shall be required for resolutions relating to:
 - new values for annual dues and contributions
 - dismissal of the President, the Secretary General and the members of the Executive Committee
 - the acceptance or refusal of the resignation of the President, the Secretary General and the members of the Executive Committee
 - the admission of new projects
 - the exclusion of Asbl members

- changes in the activities that have substantial financial implications for LIS
- d) A double 2/3 majority shall be required for resolutions to be passed relating to:
- amendments to the statutes
 - the dissolution of LIS
 - a move of the Registered Office

under special observance of the rules provided in Articles 33 and 34.

In special circumstances, a vote to amend the statutes may be submitted by correspondence. The member shall inform the Executive Committee of the reasons preventing them from attending the meeting.

The Executive Committee shall decide if a vote by correspondence may be admitted in that case.

Article 21: Advisory Board and Other Working groups

- a) The General Assembly shall have the capacity to create working groups. It shall determine their attributions and work programs. It shall appoint the participants.
- b) The General Assembly must create one particular working group, known as the Advisory Board to include individual, national or international institutions who cannot or have not become Asbl members.
- c) Individuals may become members of the Advisory Board due to their skills in economics, social or computer sciences, or because of their intellectual and/or technical knowledge. Institutions may become members of the Advisory Board if they provide LIS with data or funding.
- d) The Advisory Board shall meet in Luxembourg, every two years, between 1, June and 31, July in the presence of the members of the General Assembly. These biennial meetings are chaired by the President of the Asbl.
- e) The task of the Advisory Board shall be purely consultative; their views may be expressed in general discussions or through the mechanism of informal voting (or show of hands), at the discretion of the Asbl President.
- f) A representative of the Advisory Board shall be present during votes taken by the General Assembly. Resolutions that are passed by the General Assembly shall be consistent with the consultations offered by both the Asbl Members and the Advisory Board.
- g) Advisory Board members are free to resign at any time; they must inform the President of LIS or the Secretary General in writing, at the time of resignation.

D) The Executive Committee

Article 22: Composition

The Executive Committee shall be composed of a minimum of three and a maximum of five members, including the President and Secretary General.

All the members of the Executive Committee shall be elected by the General Assembly and from within it.

The members of the Executive Committee shall be elected for a term of four years. They may be re-elected thereafter.

The timing of the elections will be fixed in the internal rules.

Article 23: Task

The Executive Committee shall represent LIS in legal and extra-legal transactions.

The Executive Committee shall apply the policy of LIS determined by the General Assembly and more particularly shall have the tasks of:

- maintaining a constant relationship with other Asbl members
- preparing resolutions to be submitted to the General Assembly, and executing them
- managing funds
- selecting an external body what shall manage the accounting and salaries
- drawing up an annual report on its activities and a financial report on the past financial year
- drawing up a budget for the current financial year
- carrying out all those transactions provided by the present statutes
- making recommendation for membership after having received candidacy

The executive committee is entitled to delegate powers to a third party if the good functioning of LIS so requires

Article 24: Capacity of the Executive Committee to add new Executive Committee members

If a position on the Executive Committee becomes vacant during the interval between two General Assemblies, the Executive Committee may provisionally provide a replacement until the next General Assembly.

Until voted upon by the General Assembly, the persons provisionally appointed shall be full members of the Executive Committee.

These appointments shall be subject to a vote at the next General Assembly. The term of the replacement member shall last until the end of the term of the original holder of that mandate whose position became vacant.

Article 25: Meetings and deliberations

The Executive Committee shall normally meet once per annum.

It shall meet on the request of the President, the Secretary General or two members of the Executive Committee.

Deliberations shall only be valid if at least one half of the Executive Committee members are present. Resolutions shall generally be passed by consensus. When the President decides that a vote is necessary, resolutions shall be passed by a majority of the votes of the Executive Committee members present, each having one vote.

Article 26: Working groups

The Executive Committee shall have the capacity to create working groups. It shall determine their attributions and their work programs. It shall appoint their participants and determine their rules of operation.

E) The Luxembourg Office

Article 27: Tasks

The task of the Luxembourg Office shall fulfil inter alia the following tasks:

- to maintain the offices for the employees and the premises for the technical installations
- to serve as a point of contact for the Asbl members
- to supervise the data processing system and to ensure its good operation
- to work in close collaboration with the Secretary General as well as the Executive Committee, in order to exercise the mandates of LIS
- to work in close collaboration with the Secretary General with regard to all administrative, financial and other tasks in accordance with the terms to be defined in the internal rules
- to lodge all documents as necessary

The Luxembourg Office shall be run by a person in charge who shall have the status of employee and whose task shall be to co-ordinate work within the Office and to consult with the Secretary General as well as the respective members of the Executive Committee as regards scientific and technical aspects of LIS' work. This person in charge shall be hired by the Secretary General with the approval of the Executive Committee.

He or she may be invited by the President as well as by the Executive Committee to be present at their meetings. He or she shall attend General Assemblies as a consultant.

Section 4.

Finances

Article 28: Resources

The resources of LIS shall emanate from:

- annual dues determined by the General Assembly
- contributions from sponsor organisations
- any other possible receipts or sponsorships

These resources must cover the expenditures of the Luxembourg Office, as well as the activities decided upon by the General Assembly.

Article 29: Dues

Dues shall be determined by the General Assembly with maximum annual dues of 10 EURO per member. The annual dues have to be paid before August 31st. The rules for payment shall be specified in the internal rules.

Article 30: Accounting and audit

The accounts of LIS shall be kept in accordance with generally accepted accounting principles by an external body selected by the Executive Committee.

The body charged with auditing the annual accounts shall present an annual report to the General Assembly. That body shall be responsible to the General Assembly.

Section 5.

Archives

Article 31: Documents to be archived

Official documents must be retained at the Luxembourg Office. The period of retention shall be fixed in the internal rules.

Section 6.

Internal rules

Article 32: Adoption and content

The internal rules shall be subject to the approval of the General Assembly.

The internal rules shall determine the details and procedure not expressly provided in the present statutes.

Amendments to the internal rules must be approved by a simple majority vote by the General Assembly.

Section 7.

Amendment of the statutes

Article 33: Procedure

- a) The present statutes may only be amended by an Extraordinary General Assembly with a double 2/3 majority. If 2/3 of the members are not present or represented at the first meeting, a second meeting shall be convened, which may deliberate whatever the number of members present. But in this case the resolution shall be subject to the approval of the Civil Court in Luxembourg.
- b) Nevertheless, if the amendment relates to one of the aims and purposes for which LIS has been constituted, the rules, which precede, shall be amended as follows:
 - i) The second meeting shall only be validly constituted if at least one half of the Asbl members are present or represented;
 - ii) The resolution shall only be accepted, in either the first or second meeting, if it is voted for by a majority of 3/4 of the votes;
 - iii) If at the second meeting 2/3 of Asbl members are not present or represented by proxy, the resolution must be approved by the Civil Court in Luxembourg.

Any proposal for amendments must be distributed in advance and as text in the notice that convened the said Extraordinary General Assembly.

Section 8.

Dissolution / Liquidation

Article 34: Dissolution

Dissolution of LIS shall take place following the rules laid out for amending aims and purposes of LIS, as described in Article 33 a.

Article 35: Liquidation of assets

In the event of dissolution, the remaining assets of LIS shall be given to a nonprofit organization, to be selected by the Executive Committee and approved by the General Assembly.

On a proposal by the Executive Committee, the General Assembly shall resolve by simple majority on the fate of the data gathered, subject to acceptance of that fate by each provider as regards the data provided by them.

If necessary, the General Assembly shall appoint a Liquidator.

Section 9.

Final provisions

Article 36: Interpretation

In the case of a divergence between the French and English versions of the statutes, the French version shall prevail.

Article 37: Legislation and competent jurisdiction

Luxembourg Law shall be applicable. The protection of data stored on the LIS system shall be governed by Luxembourg Law.

The lodging of documents required by the Law shall be carried out within six weeks following the statutory General Assembly or following the final decision resulting from the electronic exchange.

The Courts of Luxembourg shall have jurisdiction in the case of dispute.

Luxembourg, July 3rd 2007