

GLOBAL ANTICOUNTERFEITING GROUP
STATUTES
(As amended in accordance with Article 7)

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2024

1-NAME AND DOMICILE

The name of the Association is the **Global-Anti-Counterfeiting Group (GACG)** and its head office has its domicile in Paris :

16 rue de la Faisanderie
75116 Paris
France

2. AIMS OF THE ASSOCIATION

The Association is a non-political, non-governmental and non-profit- making organization and has the following aims:

- a.** To create awareness of the importance of effective intellectual property protection to prevent counterfeiting of goods and services throughout the world.
- b.** To disseminate knowledge and information about counterfeiting and ways of combating it in order to raise public awareness about the problem as well as to educate and inform.
- c.** To facilitate the introduction of effective measures to tackle counterfeiting including the establishment of anti-counterfeiting groups throughout the world.

In pursuing its aims, the Association will always seek to complement rather than replicate the existing services provided by its members.

3. WAYS AND MEANS OF ACTION

- a.** Organizing meetings, seminars, conferences and courses to foster cooperation and exchange of knowledge and information about counterfeiting for members and other interested parties.
- b.** Co-operation with other national and international anti-counterfeiting groups and organizations which have similar aims.
- c.** Researching and gathering global information regarding the extent, cost and dangers of product counterfeiting.

3.1 Representation

The Members of the GACG affirm their intention to fully represent and protect the interests of their members, national and regional anti-counterfeiting associations, and other related interests of legitimate industry and commerce. GACG members have agreed that their first obligation is to their respective members.

They further recognize that they have many issues and objectives in common and by working together in a federation of mutual interest at an international level, they can better influence the outcomes of international and multilateral initiatives and projects that, in turn, will help to achieve their respective aims.

All Members of the GACG recognize and mutually respect the different areas of expertise and interest that exist in each member association and intend to develop the benefit that can be gained by utilizing the best practice and expertise from each

group. In particular they recognize that some groups have an international representational responsibility due to the nature of their members' activities and their country's economic and trade activities.

The Members of GACG acknowledge that there will be occasions when a member association with exceptional interest in certain issues is given a mandate by its members to act unilaterally in any given international forum, they are free to do so but are expected to inform and consult with the other members of GACG at the most appropriate time.

At all times a considered and agreed approach to whether action should be by the individual groups acting alone; in small groups; together but individually; or in concert as the GACG, will be taken wherever this is feasible. The responsible Chairman, Vice Chairmen and Board of the GACG will undertake to co-ordinate all relations between member groups and to inform all members of the progress and implications of this co-ordination.

(Amendment proposed and agreed at the Annual Meetings in Copenhagen 2003 and Rome 2004 and Paris 2024)

4. MEMBERS

The Association has several categories of members, as indicated below:

a. Category A: Full membership is open to any national, regional or international anti-counterfeiting association, organization or group providing they are:

1. Non-profit bodies;
2. Comprised of an adequate number of companies and organizations whose products and services cover a range of different industries and are not limited to any one industry sector;
3. Considered to be fully supportive of the aims and purposes of the Association by the Board;
4. Category A members have the right to sit on the Board and/or to appoint. The Chairman/Vice Chairmen/Directors and/or to carry out executive duties within the Association.
5. Category A members have the right to vote.
6. Category A members have the duty to pay full annual membership fee.

b. Category B: Associate membership is available to other national and international associations and organizations, such as single industry associations, organizations or groups, involved in anti-counterfeiting provided that they are:

1. Non-profit bodies;
2. Considered to be supportive of the aims and purposes of the Association by the Board;
3. Category B members do not have the right to sit on the Board and/or to appoint the Chairman/Vice Chairmen/Directors and/or carry out executive duties within the Association.
4. Category B members do not have the right to vote.
5. Category B members have the duty to pay a reduced annual membership fee.

c. Category C: Institutional membership is available to other national and international public organizations, involved in anti-counterfeiting activities and which share the same mission and values as GACG.

1. Category C members do not have the right to sit on the Board and/or to appoint Chairman/Vice Chairmen/Directors and/or carry out executive duties

- within the organization;
- 2. Category C members do not have the right to vote.
- 3. Category C membership is an honorary membership therefore it is gratis.

d. Category D: Donors membership is available to other national and international public organization and/or private bodies involved in anti-counterfeiting activities and which share the same mission and values as GACG.

- 1. Category D members do not have the right to sit in the Board and/or to appoint Chairman/Vice Chairmen/Directors and/or carry out executive duties within the organization;
- 2. Category D members do not have the right to vote.
- 3. Category D membership is an honorary membership and the membership fee is set by the value of the donation that yearly is granted to the benefit of the Association, provided that this amount can not be lower than 500 Euros/per year.

The Board decides on the admission of members by voting on simple majority (which means that the decision is taken by the majority of Board members present at the meeting. No proxies are admitted to these decisions). If the Board should reject an application for membership, a renewed application can be made having passed at least one (1) year from the presentation of the same.

- e. Membership becomes valid only after payment of annual membership fee.

(Amendments proposed and adopted by the Special General Meeting, Paris 2004 and the Annual Meeting, Amsterdam 2004, Paris 2024)

5. MEMBERSHIP FEES

a). The annual membership fees for each Category of members shall be determined by the Board and presented for approval at each Annual General Meeting to be held within November of each calendar year.

b). If annual membership fees are not fully paid for 2 (two) consecutive calendar years, for whichever reason, the outstanding member will be automatically expelled from the Organization, except by specific decision to be taken by the Board by simple majority (i.e. majority of members present at the meeting).

Expelled members will be notified said decision via simple email.

Fees will be used exclusively to fulfil the aims of the Association.

INSTITUTIONS

ANNUAL GENERAL MEETING

a. The Association shall each year hold a General Meeting as its Annual General Meeting, within the month of November of each calendar year, in addition to any other General and/or Extraordinary Meeting in that year and shall specify the Meeting as such in notices calling it. The Annual General Meeting shall be held at such time and place as the Board shall appoint. The Annual General Meeting can be held as well in remote mode.

The notice calling the Annual General Meeting shall be sent off in writing via email at least 2 (two) months before the date of the meeting.

b. All other meetings than Annual General Meeting shall be called Extraordinary General Meetings.

c. Proposals from the members to be discussed and decided upon at the Annual General Meeting shall be forwarded in writing to the Board at least 1 (one) month before the Annual General Meeting. The Board shall confirm the receipt of such

proposals in writing to the members.

d. The business of an Annual General Meeting shall be:

- I- To elect a Chairman for the meeting and to approve the agenda of the meeting;
- II- To approve the annual report presented by the Board;
- III- To approve the annual Strategic Plan presented by the Board;
- IV- To receive and consider the income and expenditure accounts as well as the balance sheet and the reports of the Board and the Auditors;
- V- To elect Board members in the place of those retiring;
- VI- To appoint Auditors;
- VII- To approve the annual membership fee presented by the Board;
- VIII- To deal with special issues proposed by the members.

e. No business shall be transacted at any Annual General Meeting unless a quorum of members is present in person or proxy at the time when the meeting proceeds to business. The quorum is had when at least 5 (five) Category A members are present in person or by proxy.

f. At the Annual General Meeting, decisions shall be made on a majority of the voting members that are present in person or proxy. A resolution put to the vote during the meeting shall be decided on a show of hands unless a poll is demanded by the Chairman or at least 3 (three) Category A members.

g. No member shall be entitled to vote either in person or proxy if at the date of meeting there are outstanding payments and /or fees due to the Association, except for a specific decision taken by the Board (by simple majority of members participating the meeting in presence or by proxy).

6.1 Extraordinary General Meeting shall resolve upon the following matters:

- 1) amendments to the Association Statutes;
- 2) dissolution of the Association and allocation of any surplus assets that may be identified in the Association's assets;
- 3) incorporation of and/or acquisition of shareholdings of companies and/or associations pursuing, directly or indirectly, the same or similar purpose as its own and even if for profit.

The Extraordinary General Meeting, decisions shall be made on a majority of the voting members that are present in person or proxy.

The decisions are valid by simple majority of members participating (in presence or by proxy) the meeting.

6.2 BOARD

The Board is composed by a minimum of 5 (five) to a maximum of 7 (seven) members of Category A.

A minimum of 2 (two) founding members shall always have a seat at the Board. The current Board members are:

- 1. Union des Fabricants (Founding member) - France
- 2. Indicam (The Italian Association for the Protection of Intellectual Property) (Founding member)
- 3. IACC (The International Anticounterfeiting Coalition) (Founding Member) – USA

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4. SACG (The Swedish Anti-Counterfeiting Group) – Sweden
5. FACG (The Finnish Anti-Counterfeiting Group) – Finland
6. Andema (Asociation para la Defensa de la Marca) – Spain
7. QBPC (The Quality Brands Protection Committee) – China
8. UAACP (The Ukrainian Alliance Against Counterfeiting and Piracy) – Ukraine
9. The Anti-Counterfeiting Group (Founding Member) – Nigeria???

- a. All Board members shall be elected by the members at the Annual General Meeting for a renewable three-years length.
- b. The Board appoints Executives, who will have the legal power to represent the Association among its members by the means of a secret vote.
These are:
One (1) Chairman;
Two (2) Vice Chairmen.

There shall be a maximum of seven (7) members of the Board, minimum five (5), excluding the Chairman.

The Board shall meet at least two (2) times a year. Decisions are taken by a majority; in the event of a tied vote, the Chairman shall have the casting vote.

Minutes shall be taken at each Board meeting.

The Board of Directors Powers are:

- a. draw up the Annual Strategic Plan for subsequent presentation to the Annual General Meeting;
- b. implement the aforementioned Annual Strategic Plan, taking all necessary and appropriate initiatives, as well as taking all initiatives that are expressly requested by the Annual General Meeting;
- c. prepare the Association's operating budget and annual financial statements for approval by the Annual General Meeting, also proposing the amount of the admission fee and annual membership contribution.
- d. examine and decide on applications for membership to the Association;
- e. carry out all activities and perform all actions necessary for the Association and smooth running of the Association;
- f. draft and adopt the Code of Ethic.

The Board is competent to make decisions with the simple majority of the members present. Absent Board members can be represented at the meeting by a proxy granted to another Board member present at the meeting. Each Board member can be granted with a maximum of two (2) proxies.

10. CHAIRMAN'S POWERS

The Chairman shall be elected by the Board of Directors from among its members part of Category A.

The Chairman will have the power to legally represent the Association vis-à-vis third parties and in court meaning that, he/she holds the power to sign any deed of the Association, to grant proxies and powers of attorney, to manage the Association and all relations with credit institutions.

The Chairman shall chair the Annual General Meeting and the Board of Directors and perform all the tasks provided for under these Statutes.

The Chairman shall hold the seat for a three-years length terms.

The Chairman can be appointed with a new mandate, after a pause of three years (3) from the precedent appointment. The scope of this provision is to permit rotation of Presidency among other members of Category A.

No remuneration shall be provided for the office of the Chairman.

6.5. VICE CHAIRMEN

Vice Chairmen shall be appointed by the Chairman among the members part of Category A. The Vice Chairman shall have different operational areas which shall be indicated by the Chairman and shall be accountable for their management under the control of the Chairman and in compliance with the directives issued by the Board of Directors.

The Vice Chairmen will be having the power to legally represent the Association vis-à-vis third parties and in court means that they hold the power to sign any deed of the Association, to grant proxies and powers of attorney, to manage the Association and all relations with credit institutions.

No remuneration shall be provided for the office of the Vice Chairmen.

7. EXPULSION OF MEMBERS

Members who act against the Association's aims or purposes or breach the statutes of the Association may be expelled after a decision by the Board. To be valid the decision must be taken from the simple majority of the members participating the meeting (in presence or by proxy).

Each Board member can be granted with a maximum of two (2) proxies.

Expulsion of members applies as well to the terms indicated in art. 5 lett. B.

8. DISSOLUTION

When the dissolution is decided by at least two third of the members present at the Extraordinary General Meeting, the Board will meet and propose to the Annual General meeting, which will be held within thirty (30) calendar days from the Extraordinary General Meeting, one (1) or more liquidators and the capital assets is devolved according to article 9 of the French law of July 1st 1901 and to the implementing rule of August 16th 1901.

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