

ACT OF INCORPORATION OF THE INTERNATIONAL ASSOCIATION FOR THE STUDY OF SEXUALITY, CULTURE AND SOCIETY

BYLAWS

TITLE I NAME, DURATION AND DOMICILE

FIRST ARTICLE: Under the name of **INTERNATIONAL ASSOCIATION FOR THE STUDY OF SEXUALITY, CULTURE AND SOCIETY**, a non-profit civil association is incorporated, organized according to the norms contained in the Peruvian Civil Code and other Peruvian legal norms in force.

The Association may use the acronym **IASSCS** and hereinafter the present Bylaws will use it for the purpose of assuming the name of **INTERNATIONAL ASSOCIATION FOR THE STUDY OF SEXUALITY, CULTURE AND SOCIETY**.

IASSCS will be subject to the Laws and Courts of the Republic of Peru and will be governed by the norms applicable to the civil associations inscribed in Peru.

SECOND ARTICLE: The duration term of IASSCS is **indefinite**.

THIRD ARTICLE: The domicile of IASSCS will be the city of Lima, Peru, and its activities may be carried throughout the national territory, as well as worldwide, being able to establish offices, agencies, affiliates, branches or any other similar entity in any place in Peru and abroad and for this it may register the powers of attorney and/or documents necessary for the proper functioning of such offices, agencies, affiliates, branches or any similar entity.

TITLE II ABOUT THE PURPOSES

FOURTH ARTICLE: **IASSCS** is incorporated with the purpose of engaging in educational activities, scientific research and the protection, defense and promotion of research on sexuality and its social and cultural dimensions.

FIFTH ARTICLE: The social objective will be carried out –both in Peru as well as abroad– through the following activities, which are merely enunciative:

- a) Development of research programs on matters of sexuality
- b) Speaking at and organizing conferences, in which persons and institutions, national and foreign, will participate.
- c) Publications on the issues researched
- d) General dissemination of the research developed

SIXTH ARTICLE: Likewise, IASSCS can perform all the activities considered pertinent and consistent with said objectives, among which are:

- a) Collecting donations from natural and juridical persons, public and private, national, foreign and international.
- b) Participating or being part of other juridical persons, consortia or other type of organizations consistent with its organizational goals and objectives.
- c) Executing covenants with societies or with other national, foreign and international organizations that are consistent with IASSCS' social objectives.
- d) Elaborating and managing Technical and Financial Cooperation projects by national, international and foreign sources.
- e) Entering into all types of contracts with natural and juridical persons, private or public, national, foreign and international, within or without the territory of the Republic, according to the applicable legal regime, that will enable it to possess the goods, rights, human and/or economic resources aimed at satisfying its purpose. Under no circumstance or condition will it enter into a contract that would compromise IASSCS' autonomy or independence.
- f) Other activities that are consistent with IASSCS' objectives.

TITLE III ABOUT THE MEMBERS

SEVENTH ARTICLE: The Association will be made up of two (2) types of Members:

- Full Member
- Associate Member

The Full Members are the only ones that have the right to all the attributions contained in the present Bylaws, whilst the Associate Members have the right to to utilize the services provided by IASSCS as well as the right to voice but not vote in the General Assemblies of Members.

The status of Member is inherent to the person and is not transferrable. Both natural and/or juridical persons can be Members.

EIGHTH ARTICLE: The following are Full Members: the Association's Founders, the natural and/or juridical persons that are subsequently admitted as such by the General Assembly and the Associate Members that are subsequently admitted as Full Members. When admitted as a Full Member, the Associate Member loses such status at the moment of admission.

NINTH ARTICLE: The following are Associate Members: those natural and/or juridical persons who, due to their position, function, activity or profession, are in agreement with the Association's purposes and objectives, whether in the country or abroad. Those persons who have participated in the Association in the seminars, conferences, publications or other events organized by IASSCS and have requested admission may be admitted as Associate Members.

TENTH ARTICLE: None of the types of Members are liable for IASSCS' debts.

ELEVENTH ARTICLE: The following are the Full Members' rights:

- a) To participate with voice and vote in the Members' General Assembly sessions. Each Full Member shall have the right to one vote regarding the decisions adopted by the Members' General Assembly.

- b) To participate with voice but without vote in the meetings of the Board of Directors, which participation will be governed by the agreements adopted.
- c) To participate in the activities that the Association performs or supports.
- d) To elect and be elected in the organs that make up IASSCS.
- e) Having access to the documentation, information and publications available regarding the objectives and activities of the Association.
- f) Supervising, in the manner provided in the law and in these Bylaws, the work of the Board of Directors and other organs of the Association.
- g) To enjoy any and all of the benefits as identified in the agreements reached by IASSCS with different institutions within the framework of the purposes and objectives set forth in the present Bylaws.
- h) Other rights derived from the present Bylaws, from the Peruvian legislation and from the development of the Association's institutional life.

TWELFTH ARTICLE: The following are the Full Members' obligations:

- a) To comply with the present Bylaws and the valid agreements of the General Assembly and other organs of the Association.
- b) To participate and collaborate actively in the various activities that the Association performs or supports.
- c) To comply with the tasks assigned by the Association's organs.
- d) Attend the meetings of the Members' General Assembly.
- e) To collaborate with the purposes pursued by IASSCS.
- f) To achieve IASSCS' goals and promote its good name and prestige.
- g) To comply with IASSCS' ethical postulates and guiding principles.
- h) To submit payment of membership fees in a timely manner as designated by the Members' General Assembly.
- i) To inform the Board of Directors regarding any change of email address as necessary for notification concerning any Convocation. .
- j) Other obligations derived from the present Bylaws, the Peruvian law and the development of the Association's institutional life.

THIRTEENTH ARTICLE: About the rights of the Associate Members:

- a) The Associate Member may participate with voice but without vote in the sessions of the IASSCS' General Assembly and Board of Directors, participation that will be governed by the agreements adopted.
- b) The Associate Member may contribute material resources and/or services.
- c) The Associate Member can obtain the status of Full Member after two years of being Associate Member, at which time he/she will lose Associate Member status.

FOURTEENTH ARTICLE: The following are the obligations of the Associate Members:

- a) To respect and adhere to the present Bylaws and the valid agreements of the General Assembly and other organs of the Association.
- b) To comply with the tasks assigned by the Association's organs.
- c) To collaborate with the organizational goals and purposes of IASSCS.
- d) To procure IASSCS' progress and the maintenance of its good name and prestige.
- e) To comply with IASSCS' ethical postulates and guiding principles.
- f) To submit payment of membership fees in a timely manner as designated by the Members' General Assembly.

- g) Other obligations derived from the present Bylaws, the Peruvian law and the development of the Association's institutional life.

FIFTEENTH ARTICLE: The Full Member status will become invalid under the following conditions:

- a) Resignation presented in writing to the Chairperson of the Board of Directors.
- b) Death in the case of a natural person or extinction in the case of juridical person.
- c) Exclusion, for having committed any infraction to the directives of the present Bylaws or to any agreements regarding admission and exclusion of Members that are adopted.
- d) Failure to pay membership dues to IASSCS for two (2) years.

The exclusion agreement must be adopted definitively in a General Assembly session and is effective immediately. It is the Board of Directors' duty to propose the exclusion of any Member.

SIXTEENTH ARTICLE: The status of Associate Member will become invalid under the following conditions:

- a) Resignation presented in writing to the Chairperson of the Board of Directors.
- b) Death in the case of a natural person or extinction in the case of juridical person.
- c) Exclusion, for having committed any infraction to the directives of the present Bylaws or to any agreements regarding admission and exclusion of Members that are adopted.
- d) Obtaining the status of Full Member.
- e) Failure to pay the membership fee to IASSCS for more than three (3) months.

SEVENTEENTH ARTICLE:

Approval by simple majority of the General Assembly is required in order for an individual to be admitted as Full Member. Additionally, the following conditions must be met:

- a) Having been an Associate Member for two (2) years.
- b) To be proposed by at least two (2) Full Members.
- c) Having participated in at least one (1) conference prior to his/her incorporation as Full Member.

EIGHTEENTH ARTICLE: IASSCS will keep the following books:

- a) Book of Acts of the General Assembly and the Board of Directors.
- b) Associates' Registry book, where the name, activity, domicile and date of admission of each one of its members are recorded, indicating the Members that hold administration and representation positions and the contact email of each Member, where they will be informed regarding the convocation of the corresponding assemblies.

In accordance with Article 83 of the Peruvian Civil Code, IASSCS' books will be carried by the Chairperson of the Board of Directors under his/her responsibility.

TITLE IV

ABOUT THE SOCIAL PATRIMONY

NINETEENTH ARTICLE:

IASSCS' patrimony will be shown in its Balance Sheet and may not be distributed directly or indirectly among the Members. Any income and/or surplus in any period must be used for IASSCS' activities in keeping with its organizational goals and purposes.

In this sense, the Association's patrimony will be achieved by:

- a) The product of donations or contributions received from natural or juridical persons, public or private, national and/or foreign, from international organizations, from national or foreign foundations, as well as by the chattel goods or real estate purchased or received through any title.
- b) The income derived from any activity performed within the framework of its social purposes.
- c) The Membership Fees of its Members, both Associate and Full Members.
- d) The ordinary and/or extraordinary contributions of its Full Members.
- e) The amounts collected through its institutional activities.
- f) The income from the investments made by the Association.

In case of dissolution, the Association shall donate the remaining patrimony to non-profit institutions in Peru whose goals and purpose are similar to those of IASSCS.

TITLE V
ABOUT THE ORGANS OF THE ASSOCIATION

TWENTIETH ARTICLE: The organs of THE ASSOCIATION are:

- The General Assembly
- The Board of Directors
- The Executive Secretariat

CHAPTER I
ABOUT THE GENERAL ASSEMBLY OF MEMBERS

TWENTY-FIRST ARTICLE: The General Assembly of Members is IASSCS' supreme organ. It consists of all of the organization's Full Members who are granted the right to voice and vote, and constitutes the Association's supreme authority.

Its decisions, made according to the Peruvian Law and the Bylaws, are mandatory for all the Members.

TWENTY-SECOND ARTICLE: The sessions of the General Assembly of Members will be Ordinary and Extraordinary. The **Ordinary** sessions will be held every two years and the **Extraordinary** sessions will be held according to IASSCS' needs.

The above notwithstanding, the General Assembly will be understood as convened and will be validly constituted, if and when all the Full Members are present and they unanimously decide to hold the Assembly and the issues to be discussed.

Likewise, the General Assembly can hold valid sessions through virtual sessions via an audio or video conferencing system or similar process.

TWENTY-THIRD ARTICLE: The General Assembly of Members is convened by the Chairperson of the Board of Directors in the cases provided in the Bylaws, when agreed to by the Board of Directors or when requested by no less than one-tenth of the Full Members.

In the absence of the Chairperson of the Board of Directors, the Vice Chairperson or the person appointed by the Board of Directors will convene the General Assembly. In fact, the absence of the Chairperson is presumed when the convocation to the General Assembly is done by the Vice Chairperson or whoever has been appointed for such purpose by the Board of Directors.

If the request of the Full Members is not attended to within fifteen (15) days of having been submitted, or if said request is denied, the convocation will be made by the first-instance Judge belonging to the domicile of the Association, at the request of the Full Members themselves, in accordance with Article 85 of the Peruvian Civil Code. If the Judge accepts the request, he/she orders the convocation in accordance with the Bylaws, indicating the place, date and time of the meeting, its object, who will chair it and the Notary that will attest to the agreements. The request is to be handled as an expeditious type of proceeding.

The convocation will be done by means of the **Convocation Note**. Reception of the Convocation Note may be done via fax, e-mail or other means of communication that enables obtaining an indubitable acknowledgment of receipt. The Convocation Note will be sent preferably to the Full Member's electronic mail, however, it could be made via facsimile or an analogous communication mode, as recorded in the Registry Book of Members, indicating the date, time and place in which the meeting will take place, as well as the corresponding agenda. The convocation will be done at least five (05) days before the date set for the assembly.

In the meetings of the General Assembly only those issues of the agenda indicated in the convocation will be discussed, except in the case provided for in the second paragraph of the Twenty-second Article.

TWENTY-FOURTH ARTICLE: According to Article 87 of the Peruvian Civil Code, in order to convene the General Assembly it is required:

- a) In first convocation, the attendance of at least one half plus one of the Full Members.
- b) In second convocation, the attendance of any number of Full Members will suffice.

The agreements can be adopted by vote of at least one half plus one of the attending members.

In the case of modification of the Bylaws, or dissolving IASSCS, it is required:

- a) In first convocation, the attendance of at least one half plus one of the Full Members. The agreements are adopted by vote of at least one half plus one of the attending members.
- b) In second convocation, the agreements can be adopted by the Full Members in attendance and that represent no less than one-tenth of the Full Members of the organization.

TWENTY-FIFTH ARTICLE: Every Full Member shall have the right to one vote in the General Assembly, according to Article 88 of the Peruvian Civil Code.

TWENTY-SIXTH ARTICLE: The following are the duties of the Ordinary General Assembly:

- a) Defining the institutional policy.
- b) Addressing and resolving other matters deemed pertinent by the members.
- c) Reviewing and approving the Biannual Report presented by the Board of Directors.
- d) Agreeing to the dissolution and liquidation of IASSCS.

TWENTY-SEVENTH ARTICLE: The following are the duties of the Extraordinary General Assembly:

- a) Modifying and interpreting the IASSCS' Bylaws.
- b) Convening appropriate investigations, audits and balance sheets pertaining to the financial status of the organization.
- c) Electing and/or removing the persons that make up the Board of Directors.

- d) Addressing and responding to the consultations presented by the Board of Directors.
- e) Approving the admission of Full Members and Associate Members.
- f) Approving the exclusion and admission agreements of Full Members proposed by the Board of Directors.
- g) Approving the investments, obligations and encumbrances not foreseen in the annual budget.
- h) In general, addressing any and all matters as required by the institutional interest.
- i) Identifying and approving the transfer of the Executive Secretariat to another location within or outside the Republic of Peru.
- j) Any other matters that are not within the responsibilities and/or competence of the other organizational organs.

TWENTY-EIGHTH ARTICLE: The Chairperson of the Board of Directors will preside over the General Assembly, or, in his/her absence or impediment, the Vice Chairperson will assume this role. In the absence of both, the person appointed by the Full Members attending the Assembly will chair the Assembly.

The sole signature of the Vice Chairperson or whoever has been appointed to chair the Assembly will evidence the absence of the Chairperson or Vice Chairperson to the Assembly.

TWENTY-NINTH ARTICLE: All the agreements reached in the Assembly shall be entered into the respective Book of Acts. The Assembly Acts must be signed by those functioning in the capacity of Chairperson or Vice Chairperson in the Assembly, or otherwise by the person specially appointed by the Assembly for such purpose and role. Nevertheless, any Full Member can enter any act that he/she so wishes and, if that is the case, he/she may request including in said act any observations that are considered pertinent.

THIRTIETH ARTICLE: The Full Members may be represented by another person in the General Assemblies, and the representation must be evidenced in writing and will be valid only specifically for the Assembly indicated, unless the representation is done by Public Deed, granted according to the Peruvian Law's formalities.

CHAPTER II ABOUT THE BOARD OF DIRECTORS

THIRTY-FIRST ARTICLE: IASSCS will be administered and run by a Board of Directors made up of 5 members.

The Board of Directors will be made up as follows:

1. Chairperson
2. Vice Chairperson
3. Member
4. Member
5. Member

The General Assembly of Members shall elect the members of the Board of Directors from among its own Full Members

THIRTY-SECOND ARTICLE: The members of the Board of Directors will assume their positions for a period of two (2) years.

The position of the members of the Board of Directors will have a duration of two (2) years and can be reelected immediately and successively up to an additional two consecutive periods.

The above notwithstanding, a member may be elected again, if and when twelve (12) months have elapsed since the last time he/she was reelected.

The current members of the Board of Directors will continue exercising their functions until the General Assembly elects new members of the Board of Directors. The position of member of the Board of Directors cannot be delegated and is *ad honorem*. If two or more members obtain the same number of votes to occupy any of the positions of the Board of Directors, a raffle will be carried out in order to determine the election for that position.

THIRTY-THIRD ARTICLE: The Board of Directors will meet when convened by the Chairperson or when requested in writing by one of the members of the Board of Directors, at which time the issues to be discussed will be identified. The Board of Directors will meet at least once a year.

The convocation will be done by means of the Convocation Note. Reception of the Convocation Note may be done via fax, e-mail or other means of communication that enables obtaining an indubitable acknowledgment of receipt. The Convocation Note will be sent preferably to the electronic mail of the member of the Board of Directors; however, it could be made via facsimile or an analogous communication mode, as recorded in the Registry Book of Members, indicating the date, time and place in which the meeting will take place, as well as the corresponding agenda. The convocation will be done at least five (05) days before the date set for the assembly.

The above article notwithstanding, the session will be understood as constituted when all the members are present and they approve carrying out the session and the agenda by absolute majority.

Likewise, the Board of Directors can be legally convened through virtual sessions via an audio and/or video conferencing system or a similar process.

THIRTY-FOURTH ARTICLE: Convening the Board of Directors' sessions will require the attendance of at least one half plus one of the members. The Chairperson will retain the deciding vote in case of a tie. The agreements will be adopted by **absolute majority** of the members attending the session.

The sessions of the Board of Directors must be transcribed in a Book of Acts of the Board of Directors in which all of the attendees (or those persons duly appointed by the Council for such task) will sign. The Book of Acts will be kept and guarded by the Chairperson of the Board of Directors.

THIRTY-FIFTH ARTICLE: The responsibilities of the Board of Directors are as follows:

- a) Guiding the administration of the Association and establishing institutional policies in accordance with its purposes and objectives.
- b) Reviewing and approving the Association's Annual Report.

- c) Reviewing and approving the annual plan and budget.
- d) Proposing and approving the investments, obligations and encumbrances not foreseen in the annual budget.
- e) Overall supervision of the Associations' activities and functioning.
- f) Complying with and enforcing the Bylaws and the agreements of the General Assembly.
- g) Assigning specific governance matters to one or more members of the Board of Directors and/or of the Executive Secretariat.
- h) Reviewing and providing overall supervision of the Association's work plans and schedule of activities.
- i) Appointing the Executive Coordinator.
- j) Reviewing and approving the financial reports submitted by the Executive Secretariat, as well as all financial records, accounts and balances.
- k) Carrying out the work plans of the Executive Secretariat.
- l) Deciding about the organizational structure and organizing the offices of IASSCS.
- m) Complying with and enforcing the institutional objectives and policies.
- n) Requesting the rendering of any and all accounts, followed by their review and approval
- o) Supervising IASSCS' administrative operations.
- p) Ordering audits.
- q) Reviewing any and all Contracts, Covenants and any juridical instrument necessary to comply with the institutional purposes, which will be signed by the Chairperson of the Board of Directors.
- r) Presenting to the General Assembly of Members proposals for the dissolution or liquidation of IASSCS.
- s) In general, performing those activities as deemed necessary in accordance with the organizational objectives and purposes and these bylaws.
- t) Other matters of institutional interest that the Assembly grants it or by exception, that are not the competence of other organs.
- u) Establishing all levels of the organizational membership fee structure and amounts.
- v) Setting forth the amounts of the Membership to be paid by the Associate Members.
- w) Appointing representatives, delegates and granting Powers of Attorney as deemed necessary.

THIRTY-SIXTH ARTICLE: The Chairperson of the Board of Directors is IASSCS' legal representative, and has sole authorization to enact the organizational bylaws and execute by signature any all documents pertaining to their enactment:

- a) Assuming legal representation of IASSCS in any acts, contracts and covenants, as well as entering into any contract and executing any necessary action for the normal work of IASSCS in accordance with its objectives and purposes.
- b) Chairing and convening the General Assemblies and sessions of the Board of Directors.
- c) Handling the administration, budget and financing of the projects to be executed by IASSCS.
- d) Granting, subscribing and signing Minutes, Public Deeds, private agreements and any other necessary documents in representation of IASSCS before the Public Registries of Peru and/or its counterparts abroad, as well as for the performance of his/her functions.
- e) Submitting applications, recourses and any other necessary instrument with the purpose of inscribing, renewing and/or canceling the inscription of IASSCS in the

Registry of Non-Governmental Development Organizations (ONGD-Peru) at the Agencia Peruana de Cooperación Internacional – APCI and others such as:

- Registrations at the Superintendencia Nacional de Administración Tributaria (SUNAT), especially in the registry of Entities Exempt and Exonerated from Income Tax so that IASSCS can be considered as an Entity Exempt from Income Tax and with the right to request tax drawbacks.
 - Classification as Donations-Receiving Entity on the part of the Ministry of Economy and Finance, if the case may be.
 - Registering and carrying out the necessary paperwork for its registration in any other Public Registry office of the Republic of Peru.
- f) Appearing before all authorities whether political, administrative, municipal or Police, and representing IASSCS in all types of acts, procedures and paperwork, whether as applicant, contributor or party, according to the nature of the act, with the faculties demanded by the General Administrative Procedure Law N° 27444, norms of special nature and the Unique Ordered Text for Administrative Procedures of each entity.
- g) Representing IASSCS before the Judicial Authorities in any processes it initiates as plaintiff, defendant or third legitimate party, being able to appear at any litigation or legal action, invested with the powers of attorney contemplated in Articles 74 and 75 of the Civil Procedural Code, having consequently the faculties to dispose of substantive rights, demand, denounce, reconvene, reply to demands and re-conventions, abandon process and pretension, accept pretension, conciliate, settle judicially or extra-judicially, submit to arbitrage the controversial pretensions in the process, grant counter-protection, provide statement of party, recognize documents, attend hearings as IASSCS' legal representative, substitute or delegate the procedural representation, and in general any act for which special faculties are required in accordance with the above Code and complementary, regulation or modifying directives, as well as filing all types of appeal, cessation and nullity recourses and any other means of impunity.
- h) Maintaining the Books of Acts of the meetings of the General Assembly of Members and the Board of Directors.
- i) Applying for, agreeing to, contracting, formalizing and verifying the operations, whether in local or foreign currency, such as opening, transferring and closing current accounts and requesting overdrafts or credits in current accounts; drawing, endorsing, protesting, executing, discounting, negotiating and collecting two-name trade paper, vouchers, promissory notes, and any other titled value or credit document, depositing, withdrawing, selling purchasing stocks, opening and closing safe deposit boxes; opening, transferring, withdrawing and canceling savings accounts; depositing and withdrawing money from the deposits that IASSCS has in the banks or in any other Financial or Savings and Loans Entity in Peru and requesting letters of credit.
- j) Requesting the rendering of accounts and audits. Likewise, he/she can review and approve them.
- k) Requesting payment of any debt owed to IASSCS, receiving said sums, granting receipts and discharges, ordering the corresponding payments prior to delivery of invoices or receipts.
- l) Entering into rental or leasing contracts or of any other nature, even those that imply disposal of property, in a gratuitous or paid manner, with respect to goods and property of IASSCS.
- m) Accepting in the name of IASSCS any free transfer of real estate or chattel goods, which any natural or juridical person could perform in favor of IASSCS.

- n) Acquiring, transferring, donating, buying, selling or encumbering real estate or chattel goods or royal rights over them; mortgage, grant it in guarantee, request and grant guarantees, or stand-by letters of credit. To this effect he/she is granted the special faculty provided in Article 156 of the Peruvian Civil Code, in accordance with IASSCS' policy.
- o) In general terms, organizing IASSCS' offices.
- p) Delegating totally or partially, without losing his/her faculties, any of the responsibilities conceded to him/her, revoking said delegations or prior delegations and appointing new officers.

THIRTY-SEVENTH ARTICLE: The functions of the Vice Chairperson are as follows:

- a) Representing the Chairperson of the Board of Directors in his/her absence or if unable to assume his/her responsibilities.
- b) Assuming the functions that the Chairperson of the Board of Directors delegates to him/her.
- c) Others as assigned by the Board of Directors.

In case of absence or impediment on the part of the Chairperson of the Board of Directors the Vice Chairperson of the Board of Directors will assume the legal representation of the organization and will carry out all responsibilities ascribed to him/her.

THIRTY-EIGHTH ARTICLE: The functions of the Members are to collaborate with the other members of the Board of Directors.

CHAPTER III ABOUT THE EXECUTIVE SECRETARIAT

THIRTY-NINTH ARTICLE: THE EXECUTIVE SECRETARIAT is IASSCS' executive organ and consists of the **EXECUTIVE COORDINATOR**, who need not be a member of the organization. The position of Executive Coordinator shall be in effect for four years renewable.

The Executive Secretariat will be physically located in the city of Lima, Peru. It can be transferred to another location within or outside the Republic of Peru, in accordance with IASSCS' objectives and purposes, if and when the General Assembly so determines.

The appointment of the first Executive Coordinator will be done during the founding act of IASSCS. His/her appointment will either be confirmed or if the Board of Directors deems necessary, another individual will be appointed, at the Vietnam Conference to be held in 2009.

FORTIETH ARTICLE: The following responsibilities of the Executive Coordinator will be enacted by his/her sole signature:

- a) Initiate and strengthen associations at the international level with other institutions
- b) Supervise compliance of approved work plans and schedules.
- c) Supervise economic performance and exercise the other responsibilities granted by the Bylaws.

- d) Enact other responsibilities that the General Assembly, the Board of Directors and/or the Chairperson of the Board of Directors grant him/her.
- e) Participate in the General Assembly and in the Session of the Board of Directors when convened, with voice but without vote.
- f) Prepare and present before the Board of Directors an annual financial report.
- g) Delegate, totally or partially, without losing his/her faculties, any of the responsibilities that have been granted him/her, revoke these delegations or prior obligations and appoint new officers.
- h) Archive all original organizational documentation.
- i) Grant copy of the Acts, with prior authorization from the Board of Directors.
- j) Organize and manage IASSCS' filing system.
- k) Contract or fire workers and establish their wage remunerations with prior consultation of the Chairperson of the Board of Directors. Consultation can be made in writing regardless of its format, including e-mail communications.
- l) Organize and set up IASSCS' offices in Peru and/or abroad for the development of IASSCS' institutional activities.
- m) Coordinate all work responsibilities and activities within IASSCS.

TITLE VII ABOUT THE DISSOLUTION AND LIQUIDATION OF IASSCS

FORTY-FIRST ARTICLE: The dissolution of IASSCS shall be agreed to during a session of the General Assembly; the liquidation shall be conducted by a liquidator specially appointed for that function by the General Assembly. The liquidator will possess the attributions and faculties to liquidate IASSCS and will be personally responsible for his/her acts.

FORTY-SECOND ARTICLE: Once the liquidation is finished, the liquidator will convene to a General Assembly which will approve the accounts of the operations in liquidation. The General Assembly will donate the remaining patrimony of the liquidation to other institutions in Peru that pursue similar objectives and purposes as those of IASSCS, which will be decided in said General Assembly.

Having no more issues to discuss, the present Act was written and transcribed, being approved UNANIMOUSLY, without objections and being signed by all the attendees in sign of conformity.