



General Assembly Meeting Report

18 November 2022



MINUTES OF THE ORDINARY MEETING OF THE GENERAL ASSEMBLY

MIDS ALUMNI ASSOCIATION

Friday, 18 November 2022, 8:30 AM – 9:30 AM CET | Geneva, Switzerland

The first Ordinary Meeting of the General Assembly (“**GAM**”) of the MIDS Alumni Association (“**MAA**”) was held on Friday, 18 November 2022 in hybrid form, with Members of the MAA attending in-person in Geneva and online. The list of attendees is in the EC’s records and can be made available on request.

The notice and agenda for the GAM (“**Notice**” and “**Agenda**” respectively) was circulated to the Members on 17 October 2022, i.e., within the one-month time-limit prescribed in Article 14.3 of the Statutes of the MAA (“**Statutes**”), and again on 10 November 2022.

Rahul Donde, Co-chair of the MAA, opened the GAM, welcomed the Members present and introduced the members of the Executive Committee (“**EC**”), i.e. Nicolas Torrent (Co-chair, in-person), Ankita Godbole (Secretary, in-person), Lukas Montoya (Global Events Co-ordinator, in-person), Christine Sim (Regional Desk Co-ordinator, online). He noted that there was no quorum requirement under Article 14.4 of the Statutes; that the first GAM was thus validly constituted, and could commence.

Rahul informed the Members that the meeting would proceed with a discussion of the items in the Agenda, which included 6 items in total, Items 1 to 4 that were originally proposed by the EC together and Items 4(a) and 4(b) that were added by Members pursuant to an invitation to do so in Item 4.

ITEM 1

PRESENTATION OF THE MAA’S ACTIVITIES FOR 2021-2022 AND PROPOSED ACTIVITIES FOR 2022-2023

1. The Presentation made by the EC at the GAM is annexed to these Minutes. The EC (Rahul, Nicolas and Christine) presented the various activities the EC had undertaken over 2021-2022 and those that were planned for 2023.
2. Rahul began by explaining that the MAA had been formally incorporated in Switzerland as a not-for-profit association on 14 March 2022. He noted that its activities were governed by and carried out in accordance with the Statutes, which were available on the MAA webpage. As mentioned therein, the MAA comprised of four bodies, (i) the General Assembly of the Members (the “**GA**”), (ii) the EC i.e., the executing arm of the MAA that implemented its objectives as mentioned in the Statutes, (iii) the external auditor who was responsible for maintaining the accounts, (iv) a Social Media Operational Team; (v) a Global Events Operational Team and (vi) a Regional Desk and National Chapters Operational Team, that worked together with or under the guidance of the EC to implement the MAA’s projects. Rahul informed the Members that the MAA did not have an auditor at present as it did not have its own funds and would appoint an auditor once it began collecting membership fees, voluntary contributions etc.

3. Rahul then unveiled the new MAA logos.
4. Proceeding to the MAA's membership, Rahul highlighted that out of approx. 500 alumni, 300 had registered as required by the Statutes to be Members of the MAA. The Membership was diverse across various jurisdictions, especially bar-qualification and current location. He called on the Members to spread the word amongst non-registered alumni and encourage them to become Members of the MAA.
5. Turning to the activities, the first activity highlighted by the EC was the Student Mentorship Programme.
 - Rahul explained that the Mentorship Programme had been initiated by the MIDS and had been taken over by the MAA from 2021-2022. The objective was to match current students with recently graduated alumni to provide advice and guidance related to the MIDS, such as the selection of courses, thesis supervisors and topics, career advice, managing expectations during the academic year etc. The feedback received at the end of the first cycle of the mentorship programme in 2022 was positive and included constructive suggestions on improving the programme for the following cycle. Rahul informed the Members that based on this feedback the EC had implemented changes for the 2022-2023 cycle, which principally aimed at matching mentors and mentees by taking into account a variety of factors that the mentees had identified as their primary objectives for the MIDS academic year.
 - Rahul added that building on the success of the Student Mentorship Programme, the EC intended to implement a broader "Alumni Mentorship Programme" in 2022-2023, which would match senior alumni to recently graduated alumni with the objective of career and network building.
6. The second activity was the constitution of the Regional Desks and National Chapters. Christine explained that the Desks and Chapters were organized in order to maximize opportunities to collaborate in person. Thus, the initial Desks (4) and Chapters (7) had been constituted based on the current location of the Members. However, this was not intended as a limitation and those interested in setting up additional chapters or desks could do so in coordination with the EC. She noted that the MAA's objective with the Desks and Chapters was to formalize the existing informal regional, national and local network among alumni. Christine noted that the EC had received an enthusiastic response in setting up the Desks and Chapters. Members who had first expressed interest had been designated the representatives of their respective Desks and/or Chapters and initial meetings had been convened with the representatives to discuss the Regional Desk Guidelines that would govern their activities and responsibilities. Christine informed the Members that the Regional Desks and Chapters were already planning various events, informal meetings and other activities and encouraged all Members interested in participating to reach out to their respective desk / chapter representatives either directly or through the EC.
7. Nicolas then explained the efforts made to improve the MAA's social media presence, so as to promote the activities of the MAA and its Members. Although an informal LinkedIn group had been in place, it was now managed by the EC together with the Social Media Operational Team. The EC had also created its own profile to be able to post about MAA and Member related activities and reach a wider audience on LinkedIn. Nicolas noted that the EC's posts had good visibility, receiving up to 2000 impressions. He encouraged Members to actively participate by sharing information about their activities and by reposting/sharing the EC's posts. He added that in the forthcoming year, among various initiatives, the EC planned to start a "Get to know your Alumni" series, which would feature an alumnus every week, and look to publish a newsletter.
8. Nicolas next discussed the MIDS Alumni Scholarship, explaining that it was an initiative started by the MIDS to grant an incoming student a scholarship in the form of a partial tuition waiver. He noted that this scholarship was funded through donations collected from the Alumni. As the scholarship was insufficiently funded in the current year, he called upon the Alumni to contribute.

9. Lastly, the EC discussed the Global Events Desk. Nicolas noted that the events desk had organized several small events meet-ups on the sidelines of other events, such as, the breakfast between the MIDS Alumni during ICCA Edinburgh 2022. However, given that the MAA lacked its own finances, it had not held many full-scale conferences and events. The goal for the forthcoming year was to increase the number of events, by seeking sponsors in coordination with regional desks and national chapters.
10. Finally, Nicolas thanked the various individuals that had collaborated with the EC during the course of 2021-2022 to realize the various projects.

ITEM 2

AMENDMENT OF THE MAA STATUTES

11. Rahul introduced the topic, explaining that under the Statutes, any modifications to them required the approval of the General Assembly (“GA”). He noted that the proposed amendments had been circulated to the Members together with the Agenda and proposed that, (a) for each proposed amendment, the EC would display the original Article, the proposed amendment and the explanatory note; and (2) would consider the proposed Amendment approved, unless there was an objection. He noted that Members attending online could interject by using the “raise the hand” function, following which they would be given the floor.

1. Item 2(a) & Item 4(b): Amendments to Article 6 and Article 9

12. The first proposed amendment was to Article 6, involving the addition of Article 6(b) as set out below. As this amendment was closely related to Item 4(b), the GA took up both items together.

Original Provision	Revised provision	Explanatory Notes, if any
ITEM 2(a)		
<p>Article 6. Members</p> <p>1. Members of the Association (the “Members”) shall consist of individuals who have registered for membership in accordance with Article 7 and:</p> <ol style="list-style-type: none"> a. are in possession of a MIDS degree or have participated in the MIDS programme for a semester or more as part of an exchange or double degree program approved by the MIDS Committee and/or MIDS Administration; and b. have not lost their membership according to Article 8. 	<p>Article 6. Members</p> <p>1. Members of the Association (the “Members”) shall consist of individuals who have registered for membership in accordance with Article 7 and:</p> <ol style="list-style-type: none"> a. are in possession of a MIDS degree or have participated in the MIDS programme for a semester or more as part of an exchange or double degree program approved by the MIDS Committee and/or MIDS Administration; b. <u>have paid the membership fees, if applicable, in accordance with Article 9;</u> and c. have not lost their membership according to Article 8. 	<p>This amendment seeks to clarify that if the GA determines in the future to impose a membership fee pursuant to Article 9, the payment of such fee will be a pre-condition to membership. It is noted that no such fee is applicable at present. This amendment will ensure that the membership fee is paid and all Members benefit from the AA and its activities on equal terms.</p>
ITEM 4(b)		
<p>Article 9. Membership fees</p> <p>1. The General Assembly decides on the principle of membership fees, whether they are mandatory or voluntary, their amount and periodicity and exemptions if any.</p>	<p>Members may make a non-obligatory contribution of USD 10, 25, 50, 75, 100 or 200. The amount contributed has no impact within the Association, notably on the Members rights, obligations or benefits.</p>	<p>The MAA has and intends to start many projects but lacks the financial means to achieve them. Currently, it relies exclusively on the MIDS to fund its activities and experience has shown this situation to be both unsustainable and limiting.</p>

		<p>Specifically, the MAA would need and benefit from its own, separate website to better promote alumni, their publications and achievements, publicize events, create a self-amendable database of Members, convince businesses to sponsor activities and events and publish research or collections (those are only examples).</p> <p>The contribution should not be mandatory at this stage, as it would be neither realistic nor desirable to limit access to the Association or collect outstanding invoices.</p> <p>The proposed amount of CHF 200 is intended to secure the MAA sufficient funds to achieve its projects.</p>
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13. A Member from the 2010-2011 class wished to understand the reason for including such a provision at this stage, given that no membership fees were yet payable under the Statutes. The Member added that there are large differences in income among the alumni depending on their location of employment, current position (intern v. associate for example) etc., which factors should not hinder the ability of alumni to be Members or to avail of Member-related benefits, and underlined that these elements should be considered when setting the fees.
14. In response, Rahul explained that the MAA did not have its own funds and was dependent on the limited budget allocated to it by the MIDS Administration. Thus, to be able to carry out its activities, the MAA envisaged charging a nominal membership fee going forward and a proposal had been made to that effect under Item 4(b) of the Agenda. Pointing to the proposed amendment at Item 4(b), Nicolas further assured that the EC fully agreed with the Member’s concerns regarding ability to pay and differences in income, and these factors had been taken into consideration when making the proposal to charge membership fees. Specifically, at this stage, the fee was more in the nature of a non-mandatory contribution and had no impact on a Member’s rights and benefits within the MAA.
15. Rahul further clarified that the MAA was not charging a membership fee at this stage, but proposing the option for Members to contribute different amounts based on their abilities. This said, it wanted the ability to charge a mandatory fee at a later stage and this was the basis for the proposed amendment of Article 6.
16. A Member from the 2014-2015 class observed that the Explanatory Notes included the possibility of securing CHF 200 and asked how this reconciled with the EC’s previous explanation that the fees were non-obligatory. The Member further enquired whether the Statutes specified the types of activities that would be undertaken by the MAA, towards which such funds would be deployed.
17. Rahul clarified that the Explanatory Notes – which reflected the explanation provided by the Member who proposed the Amendment – would not form part of the amendment to the Statutes and thus, the amendment would only comprise the language in the second column titled “Revised Provision”. As regards the MAA activities, Rahul clarified that these would be based on and in furtherance of the MAA’s general objectives as set out in the Statutes. He added that once the MAA started receiving funds, it was compelled by its own Statutes to appoint an external auditor, maintain accounts, audit such accounts and present the results of the audit to the GA.

- 18. There were no further interventions either in person or online.
- 19. **Thus, the GA approved the amendments to Article 6 and Article 9 as set out in paragraph 12 above.**

2. Item 2(b): Amendment to Article 8

- 20. The next proposed amendment was to Article 8, involving the interchanging of sub-clauses (a) and (b), the addition of sub-clause (c) and original sub-clause (c) becoming sub-clause (d), as set out below:

Original Provision	Revised provision	Explanatory Notes, if any
<p>Article 8. End of membership</p> <p>1. Membership ceases:</p> <ul style="list-style-type: none"> a. Upon the resignation of the Member addressed to the Executive Committee at least 3 months before the end of the calendar year; b. Upon death of the Member; or c. By expulsion as decided by a two third majority of the General Assembly on recommendation of the Executive Committee. 	<p>Article 8. End of membership</p> <p>1. Membership ceases:</p> <ul style="list-style-type: none"> a. Upon the resignation of the Member addressed to the Executive Committee at least 3 months before the end of the calendar year; a. Upon death of the Member; b. <u>Upon the resignation of the Member addressed to the Executive Committee at least 3 months before the end of the calendar year;</u> c. <u>Upon failure of a Member to pay, within 30 calendar days of a request for payment, the membership fee under Article 9, if applicable; or</u> d. By expulsion as decided by a two third majority of the General Assembly on recommendation of the Executive Committee. 	<p>This amendment aims to make the conditions for membership and the end of membership consistent with each other.</p>

- 21. Rahul explained that the amendment of Article 8 was largely formalistic. Sub-clauses (a) and (b) had been interchanged, for appropriate order. New sub-clause (b) had been varied to add whom the resignation should be addressed to. New sub-clause (c) was consequential to the amendments to Articles 6 and 9.
- 22. A Member from the 2016-2017 class pointed out that the language of new sub-clause (c) may have to be revised to say “failure of a Member to pay [...] the *mandatory* membership fee under Article 9, if applicable”. Rahul noted that while this would be considered, the clarification was not necessary as sub-clause (c) used the words “if applicable”, and in any event, amended Article 9 did not charge a “membership fee” but more in the nature of a contribution.
- 23. A Member from the 2010-2011 class expressed concerns that one of the conditions for losing membership of the MAA was expulsion by a 2/3rd majority of the GA, and expressed the view that this was not appropriate in a situation where the GA had no quorum requirement, with the result that, in theory, a minority of the registered Members present and voting would take a decision for the majority.
- 24. A Member from the 2014-2015 class sought to clarify whether any proposal to expel a Member from the GA would be notified to the GA in advance, would contain the reasons for expulsion together with all supporting facts and would grant the concerned Member an opportunity to be heard before a final decision was taken by the GA.

25. Rahul first clarified that the MAA/EC did not envisage this provision ever having to be used. However, once an alumni became a Member of the MAA, the MAA should be in a position to oversee its Members and their actions. He explained that as the provision currently stood, a recommendation for expulsion had to be made by the EC to the GA, such recommendation would be made after following due process and it would be notified to the entire GA at least one month in advance as required by the Statutes, which meant that every Member of the MAA could choose to be present at the relevant GA meeting, express their view and vote on the proposed expulsion. As regards the concern that a minority of the Members present and voting at the GA should not take a decision on behalf of the majority, while noting that this concern was well-appreciated, Rahul observed that it appeared unlikely that the Members would take an unreasonable or unfair approach and/or decision. In any event, the concern could not be met simply by adding to Article 8(d) language to the effect that the expulsion should be on “just and fair” grounds. The proposed language required further consideration.
26. Thus, the EC suggested that the proposal to amend Article 8(d) be recorded in the meeting minutes, and the proposed amendment be tabled for discussion and consideration at the next GAM. This proposal was accepted.
27. There were no further interventions either in person or online.
28. **Thus, the GA approved the amendments to Article 8 as set out in paragraph 20 above. The GA further agreed that the proposed amendment to Article 8(d) is tabled for discussion and consideration at the next GAM.**

3. Item 2(c): Amendment to Article 21

29. The next proposed amendment was to Article 21 as follows:

Original Provision	Revised provision	Explanatory Notes, if any
<p>Article 21. Operational teams</p> <ol style="list-style-type: none"> 1. The Executive Committee can establish an operation team to assist with the performance of its duties and help the Association achieve its purposes. 2. Operational team members are selected from the Members, upon expression of interest. The Executive Committee decides on such appointments or revocation thereof by simple majority of its members. 3. The operational team members’ appointment is not subject to any duration constraints. 4. Operational team members shall use their best efforts to ensure that they complete the tasks that they agree to undertake. Without prejudice to Article 22, they do not have authority to represent or legally bind the Association and must refer to the Executive Committee for any contractual matters. 	<p>Article 21. Operational Teams</p> <ol style="list-style-type: none"> 1. The Executive Committee can establish an operation team to assist with the performance of its duties and help the Association achieve its purposes. 2. Operational team members are selected from the Members, upon expression of interest. The Executive Committee decides on such appointments or revocation thereof by simple majority of its members. 3. The operational team members’ appointment is not subject to any duration constraints. 4. Operational team members shall use their best efforts to ensure that they complete the tasks that they agree to undertake. Without prejudice to Article 22, they do not have authority to represent or legally bind the Association and must refer to the Executive Committee for any contractual matters. 5. <u>Operational Team members shall act on a pro-bono basis, with the exception of reimbursement of their effective costs and travel expenses. For activities that exceed the usual scope of the function, each Operational</u> 	

	<u>Team member may receive appropriate compensation, subject to prior approval by the Executive Committee of the scope of these activities and the principal of compensation thereof.</u>	
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- 30. Rahul explained that this amendment was formal in nature. It sought to make clear the role of the Operational Teams and essentially mirrored a similar provision that was applicable to the EC.
- 31. There were no interventions either in person or online.
- 32. **Thus, the GA approved the amendment to Article 21 as set out in paragraph 29 above.**

ITEM 3

CONFIRMATION OF EC’S TERM

- 33. The EC asked the GA to “confirm that the EC’s term concludes on 24 September 2023”.
- 34. Nicolas and Ankita explained that under the Statutes, the EC had a 2-year term and that although the EC was voted in in September 2021, it was legally constituted in March 2022. Thus, technically, as per the Statutes, the current EC’s term should end in March 2024. However, the EC was requesting confirmation that the term should conclude based on the date on which it was voted in and not the date of formal constitution. There was no objection to this proposal.
- 35. There were no interventions either in person or online.
- 36. **The GA approved the motion and confirmed that the EC’s term would conclude on 24 September 2023.**

ITEM 4

ANY OTHER BUSINESS

1. Item 4(a): Amendment to Article 6(a)

- 37. Article 6.1(a) was proposed to be amended as follows to bring it in line with the current system/procedure applicable to “completing” the MIDS programme:

Original Provision	Revised provision	Explanatory Notes, if any
<p>Article 6. Members</p> <p>1. Members of the Association (the “Members”) shall consist of individuals who have registered for membership in accordance with Article 7 and:</p> <p style="padding-left: 20px;">a. are in possession of a MIDS degree or have participated in the MIDS programme for a semester or more as part of an exchange or double degree program approved by the MIDS Committee and/or MIDS Administration; and</p>	<p>Article 6. Members</p> <p>1. Members of the Association (the “Members”) shall consist of individuals who have registered for membership in accordance with Article 7 and:</p> <p style="padding-left: 20px;">a. <u>have obtained the required credits and are in a position to obtain a final</u> are in possession of a MIDS degree or have participated in the MIDS programme for a semester or more as part of an exchange or double degree program approved by the MIDS</p>	<p>Article 6(1)(a) of the Statutes does not appear to reflect the current system applicable to “completing” the MIDS. There are now two components to the program: (1) the courses, workshops and thesis, the credits for which count towards the CGPA and (2) the internship, which does not have a credit score but is required to get a final degree at the end of two years.</p> <p>At the end of 1 year, students get a provisional degree, which becomes final after they complete their internships. Therefore, the qualification requirement should be that a graduating student has</p>

b. have not lost their membership according to Article 8.	Committee and/or MIDS Administration; b. have paid the membership fees, if applicable, in accordance with Article 9; and c. have not lost their membership according to Article 8.	obtained the necessary credits to complete and obtain the MIDS degree. As the language stands now, students of the most recently graduated class cannot be Members because they are technically "not in possession of a MIDS degree".
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38. There were no objections to the proposed amendment.

39. There were no interventions either in person or online.

40. **Thus, the GA approved the amendment of Article 6.1(a) as above.**

2. Item 4(b): Amendment to Article 9

41. This item was taken up with Item 2(a) above.

3. Questions from Members

42. A Member from the 2014-2015 class sought a clarification regarding the MIDS Alumni Scholarship and wished to understand whether the MAA intended to use the contributions received from Members towards funding the MIDS Alumni Scholarship and what process would be applied to determine the eligibility of a candidate for the scholarship.

43. Nicolas and Lukas clarified that this was not the case. Member contributions and membership fees would be used exclusively for MAA activities. The MIDS Alumni Scholarship was not an MAA activity but an initiative of the MIDS programme and managed exclusively by the MIDS Administration, including the receipt and management of Scholarship funds and the selection of the candidate for the scholarship. The MAA played no role in that process other than to facilitate and/or support the initiative by calling for contributions from its Members from time-to-time.

44. There were no further interventions either in person or online.

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45. As there were no other matters to be discussed or raised by the Members, the EC thanked the Members present for their participation and closed the GAM at 9:30 AM CET.