

Articles of Association of inclusivevents

Nonprofit Association for the Promotion of Inclusion at Events with Seat in Winterthur

1. Name and Seat

The Nonprofit Association «inclusivevents» has been founded within the meaning of Art. 60 et seq. ZGB (Swiss Civil Code) with seat in Winterthur. The Association has no political or religious affiliations.

2. Aim and Purpose

The purpose of the Association is to advise event organizers and potential event personnel to promote inclusion at events, and to raise awareness among the general public.

3. Resources

For the pursuit of the purpose of the Association, the Association has the following means at its disposal:

- Membership fees, which shall be reviewed and determined annually by the Executive Committee
- Income from events and from the Association's assets
- Subsidies
- Income from service agreements, donations and grants of all kinds (sponsorships, gifts, bequests, etc.)
- Loans

The business year corresponds to the calendar year.

4. Membership

Members of the Association may be natural and legal persons as well as partnerships, which support the purpose of the Association. The application for membership has to be made in writing (e-mail)* to the Executive Committee, which makes the final decision on admission.

Active members with voting rights are natural and legal persons who use the services and facilities of the Association.

Passive members without voting rights may be natural or legal persons who support the Association ideologically and financially.

Persons who have made a special contribution to the Association may be awarded honorary membership with voting rights by the Association's General Assembly at the suggestion of the Executive Committee.

*The Association shall preferably use electronic communication for its activities, all correspondence and also for the sending of invoices.

5. Expiry of Membership

Membership expires

- in the case of natural persons, by resignation, exclusion, or death.
- in the case of legal persons, by resignation, exclusion, or dissolution of the legal person

6. Resignation and Exclusion

Resignation from the Association is possible at the end of each year. The letter of resignation must be sent in writing to the Executive Committee at least 6 weeks before the Ordinary General Assembly of the Association. The full membership fee must be paid for the current year.

A member may be excluded from the Association at any time without giving reasons.

The decision to exclude a member shall be taken by the Executive Committee; the member may appeal the decision of exclusion to the General Assembly of the Association within 30 days of the written notification. The appeal must be submitted to the Committee. The General Assembly of the Association shall decide with a majority of votes by the members present.

If a member fails to pay the membership fee despite a reminder, he or she may be automatically excluded by the Executive Committee.

7. Governing bodies of the Association

Governing Bodies of the Association are:

- a. the General Assembly of the Association
- b. the Executive Committee
- c. the Auditors

8. The General Assembly

The General Assembly is the supreme body of the Association. It has the following irrevocable tasks and competences:

- a. Election and dismissal of the members of the Executive Committee
- b. Election of the Auditors
- c. Approval of the minutes of the last General Assembly
- d. **Approval of the annual report of the Executive Committee**
- e. **Determination of membership fees on the proposal of the Executive Board**
- f. Receipt of the audit report and approval of the annual financial statements
- g. Discharge of the Executive Committee
- h. Taking note of the annual budget
- i. Taking note of the activity programme
- j. Resolution on matters which are reserved for it by law or the Articles of Association or which are imposed on it, or proposals of the Executive Committee and members
- k. Amendment of the Articles of Association
- l. Taking note on exclusion of members or final decision in case of appeal
- m. Resolution on the dissolution of the Association and the distribution of the liquidation proceeds
- n. **Amendments to the Articles of Association at the suggestion of the Executive Committee**

8.1 Calling of the General Assembly

The Ordinary General Assembly of the Association shall normally take place six months after the end of the Association year.

The Assembly of the Association is convened by the chairperson of the Executive Committee. The members are invited to the General Assembly of the Association at least 10 days prior to the meeting, in writing and stating the agenda items.

Motions to the attention of the General Assembly

must be submitted in writing to the Executive Committee at the latest 3 days before the meeting.

The Association's preferred means of communication are online media.

The Executive Committee or 1/3 of the members may at any time request that an Extraordinary General Assembly of the Association be convened, stating the agenda items. The Assembly must be held no later than 4 weeks after receipt of the request.

The meeting may take place by means of electronic communication that permits all participants to communicate adequately with one another.

8.2 Voting rights and Resolutions

All members entitled to vote shall have equal voting and election rights in the General Assembly.

Any duly convened Assembly constitutes a quorum regardless of the number of members present.

Resolutions shall be passed by a simple majority of the members present. In the event of a tie, the Chairperson shall have the casting vote.

The amendment of the Articles of Association requires the approval of a 2/3 majority of those present and entitled to vote.

Minutes are kept of the resolutions passed at the Assembly.

The written approval of the required majority of the members to a proposal is equivalent to a decision of the Assembly.

9. The Executive Committee

The Executive Committee is composed of at least 3 persons.

The term of office is 3 years. Members of the Committee are eligible for re-election.

The Executive Committee manages the day-to-day business.

The Executive Committee may issue regulations and set up working groups. It may employ or commission persons to achieve the objectives of the Association in return for appropriate compensation.

The Executive Committee has all the competences that are not delegated to another body by law or under these Articles of Association, and in particular:

- a. Preparation of the General Assembly of the Association
- b. Execution of the decisions of the General Assembly of the Association
- c. Decision on the admission and possible exclusion of members of the Association
- d. Handling of suggestions, motions, and complaints of members of the Association
- e. Preparation of the annual budget, annual report, and annual accounts
- f. Management of the assets of the Association
- g. Planning, coordination, and execution of tasks relating to the fulfilment of the Association's purposes

The Executive Committee is self-constituting. The Executive Committee meets as often as business requires. Each member of the Executive Committee may request that a meeting be convened, stating the reasons.

Unless a member of the Executive Committee requests oral deliberation, resolutions are validly adopted by electronic circular letter.

The meeting may take place by means of electronic communication that permit all participants to communicate adequately with one another.

In principle, the Executive Committee works on an honorary basis and is entitled to reimbursement of actual expenses.

10. Representation and authority to sign on behalf of the Executive Committee

The Executive Committee represents the Association externally. It determines the authorized signatories and the type and extent of signatory authority.

11. The Auditors

The General Assembly of the Association elects one auditor or a legal person who will audit the accounts.

The auditors submit a report and proposal to the Executive Committee for the attention of the General Assembly.

The term of office is 3 years. Auditors are eligible for re-election.

12. Liability

Only the assets of the Association are liable for the debts of the Association. A personal liability of the members is excluded.

13. Dissolution of the Association

The dissolution of the Association may be decided with the approval of 2/3 of the authorized voters at the General Assembly.

If dissolution is decided, liquidation shall be carried out by the Executive Committee, unless the General Assembly of the Association has appointed special liquidators.

Upon dissolution of the Association, the net assets remaining after payment of all obligations shall be transferred to a tax-exempt association in Switzerland corresponding to the purpose of the Association.

14. Entry into force

The present Articles of Association have been approved by the founding General Assembly of [date] and entered into force on that date.

Winterthur, 17/01/2022
Executive Committee