

L'ASAS

The ASsociation for the ASsociations

Chapter 1: Designation and administrative headquarter

Art. 1

The AsAs is a non-profit making association managed by the present statutes and subsidiarily by articles 60 and following of the Swiss Civil Code. It's politically neutral and confessionally independent.

Art. 2

The administrative headquarter of the association is situated in 1630 Bulle/FR. The association is domiciled at the Kaelin Murith and Schneuwly lawyer and notary's office, Avenue de la Gare 4. Its duration is unspecified.

Chapter 2: Purposes

Art. 3

The association has the following purposes:

gather some funds, export artisanal products coming from countries where the association is active and any other action which would allow to take part in humanitarian projects developed by existing associations already active in the following fields:

- education
- health
- animal protection
- environmental and cultural protection

Chapter 3: Resources

Art. 4

The resources of the association come from if need be:

- donations and legacies
- sponsorship
- public and private subsidies
- members' contributions
- artisanal product sales
- all other resources allowed by law

The funds are used in accordance with the social purpose.

Chapter 4: Members

Art. 5

Any person who is respectful of the association duties and obligations and has been accepted by a majority during the annual general meeting can be a member of the association,

Individual and legal entities who proved their attachment to the association purposes by their actions and undertaking and who are not employees of the association can claim to become members.

The association is made up of:

- founder members
- active members
- passive members
- honorary members
- associated members

Membership applications are addressed to the committee. The committee notes the new membership applications and submit them to the general assembly for decision.

The fact of being member ends:

- by death
- by written resignation addressed to the committee at least six months before the end of the financial year.
- by expulsion pronounced by the committee for "valid reasons" with a recourse right to the general assembly. The recourse period is thirty days from the notification of the committee decision.
- by failure to pay the contributions during more than one year.

In any case, the contributions from the current year remain owed. Members who have resigned or have been removed have no right to the social asset.

The association's asset is solely liable for the obligations it has contracted in its name. There is no personal liability of its members whatsoever.

Chapter 5: Organs

Art. 6

The organs of the association are:

- The general assembly
- The committee
- The auditing organ

Chapter 6: The general assembly

Art. 7

The general assembly is the supreme authority of the association. It is made up of all the members.

It meets once a year in an ordinary session. Moreover it can meet in an extraordinary session as many times as necessary on request of the committee or of 1/5 of its members.

The general assembly is validly constituted whatever the number of present members.

The committee sends a written invitation to the members for the general meeting at least 6 weeks ahead. The notification which mentions the order of the day is addressed by the committee to all the members at least 10 days ahead.

Art. 8

The general assembly:

- Gives its decision on the admission or the expulsion of members.
- Elects the committee members and appoints at least one President, one vice-President, one secretary and one treasurer.
- Makes itself acquainted with the reports and the accounts of the financial year and votes their approval.
- Approves the annual budget.
- Controls the activity of the other organs which she can revoke for right motives.
- Appoints one/several auditors
- fixes the amount of the yearly contribution
- decides upon any modifications of the statutes
- decides upon the dissolution of the association

Art. 9

The general assembly is chaired by the president of the association.

Art. 10

The decisions of the general assembly are taken by a simple majority of the present members. In case of equality of votes, the president's vote counts twice.

The decision concerning the modification of the statutes and the dissolution of the association can only be taken by the 2/3 majority of the present members.

Art. 11

The votes take place by show of hands. If at least five members so require, a secret vote takes place.

Art. 12

The order of the day of the general annual meeting, called ordinary general annual meeting, necessary includes:

- the approval of the minutes of the last general meeting
- the report of the committee about the activity of the association during the past period
- the financial reports and the report of the auditing control
- the fixing of the contributions
- the adoption of the budget

- the approval of the reports and accounts
- the election of the members of the committee and of the auditing organ
- the individual suggestions

Chapter 7: Committee

Art. 13

The committee is entitled to do all the actions which are in relation with the aims of the association. It has the largest powers for managing the current matters.

Art. 14

The committee is made of a President, a Vice-president, a Secretary and a Treasurer or any other member who was elected during the general annual meeting. It forms by itself.

The duration of the mandate is 2 years. It can be renewed as many times as the general assembly re-elects them.

It meets as many times as the matters of the association require.

Art. 15

The members of the committee act voluntarily and can only lay claim to the indemnification of their effective costs and travel expenses. Possible attendance fees cannot exceed those which are paid for official commissions. For activities which go beyond the usual limits of the function, each member of the committee can receive an appropriate compensation.

The employees who are paid by the association can only have a sit in the committee with an advisory voice.

Art. 16

The tasks of the committee are the following:

- take the necessary steps to reach the fixed aim
- call the ordinary and extraordinary general meetings
- take the decisions concerning the admission and resignation of members and their possible expulsion.
- watch over the applications of the statutes, write out the regulations and administer the assets of the association.
- decide upon any items which is not expressly in the scope of another organ.

Art. 17

The association must give its accountancy to an ordinary control by an auditing organ if, during two successive years the following values are exceeded:

1. total of the balance sheet: 10 million Swiss francs
2. turnover: 20 million Swiss francs
3. Staff: 50 full time jobs in yearly average

The association must submit its accountancy to a restricted control to an auditing organ if a member of the association, who is individually liable or who must make complementary payments so requires.

The dispositions of the Code of the Obligations concerning the auditing organ of an Anonym Society are applicable by analogy.

In the other cases, the statutes and the general assembly can organise the control as they like.

Art. 18

The association is validly committed by a joint signature of two of the President, the Vice-President, the Secretary or the Treasurer (joint signature of two for each).

Chapter 9: Various dispositions

Art. 19

The social exercise begins on the first of January and ends on the 31st of December of each year.

The administration of the accounts is entrusted to the Treasurer of the association and is controlled each year by the financial auditors who are named by the General Assembly.

Art. 20

In case of the dissolution of the association, the available asset will be entirely allotted to an institution which follows an aim of public interest similar to this of the association and which benefits from the tax exemption. In no cases, the assets could return to the physical founders or other members, nor be used for their own profit in all or part and whatever the way.

The present statutes have been adopted by the general constitutive meeting on the 8th of March 2013.

In case of disputes the French version of the present statutes is legally valid.