

Coworking Switzerland

STATUTES

17 March 2015

1. Name and Seat

¹“Coworking Switzerland” (hereinafter referred to as “The Association”) is a non-profit association governed by the present statutes and, secondly, by Articles 60 et seq. of the Swiss Civil Code.

²The Association is politically neutral and non-denominational. The seat of the Association is located at the domicile of its current President. The Association shall be of unlimited duration.

2. Aims

¹The Association shall pursue the promotion and dissemination of coworking in Switzerland, in all its regions. The Association encourages the exchange within the Swiss coworking community and represents the ideas coworking and the interests of its members in public.

²In striving for these goals, the Association may provide virtual and non-virtual platforms, initiate, pursue and promote projects, establish partnerships and conclude other contractual duties.

3. Resources

¹The Association’s resources are derived from:

- a) Membership fees,
- b) Income from events, projects and other services,
- c) Donations and legacies,
- d) Sponsorship,
- e) Public and private subsidies,
- f) Any other resources authorized by the law.

4. Membership

¹The Association is comprised of Full, Associate and Patron Members. Associate and Patron Members may participate in all Association events, but they do not have the right to vote.

²Any physical or moral person may become a member if they have demonstrated their dedication to the aims of the Association through their commitments or actions. Only physical or moral persons who are running a coworking space in Switzerland or Liechtenstein are eligible for Full Member status.

³Requests to become a Member must be addressed to the Board. The Board decides on the acceptance of new members and informs the General Assembly accordingly.

5. Termination of Membership

¹ Membership ceases:

- a) On death, resp. dissolution,
- b) By written resignation; Members may resign at any time and with immediate effect,
- c) By exclusion ordered by the Board, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 days of the Board's decision being notified,
- d) For non-payment of dues for more than one year.

³ In all cases the membership fee for the current year remains due. Members who have resigned or who are excluded have no rights to any part of the Association's assets.

6. Organization

¹ The Association shall include the following institutions:

- a) The General Assembly,
- b) The Board,
- c) The Business Office,
- d) The Auditors.

7. The General Assembly

¹ The General Assembly is the Association's supreme authority. It is comprised of all Members.

² It shall hold an ordinary meeting once each year in spring. It may also hold an extraordinary session whenever necessary, at the request of the Board or at least of one-fifth of the Full Members.

³ The General Assembly is responsible for:

- a) Amending the Statutes,
- b) Accepting the President's annual report, annual accounts and the Auditors' report,
- c) Discharging the Board,
- d) Electing the Board,
- e) Electing the Auditors,
- f) Establishing annual membership fees,
- g) Dissolving the association.

⁴ The Board shall invite the Members to the General Assembly in writing or by e-mail at least two weeks in advance, including the proposed agenda. A decision on an item not on the agenda can only be taken if 2/3 (two thirds) of the Members present at the General Assembly meeting so decide (exempt proposals for statutes' changes and dissolution).

⁵ The General Assembly shall be considered valid regardless of the number of members present. Every Full Member has one vote. Associate Members and Patrons are entitled to express their views, but do not possess voting rights. Guests may also be invited to the General Assembly.

⁶ Decisions are taken by simple majority of the votes expressed. Abstentions are not counted. The President casts the deciding vote in the event of a tie.

⁷ Full Members who are not able to attend the General Assembly meeting may nominate a proxy who acts and votes on their behalf. A Member may act as proxy for at most two Members.

⁸Resolution by circular (in writing or by e-mail vote) is permissible if no Full Member requests oral debate. An appropriate time-limit for such a request shall be included in the proposal.

8. The Board

¹The Board is composed of at least two individuals elected by the General Assembly. The Board is self-constituting. The Board Members are elected for a one-year term and may be re-elected.

²The Board meets as often as the Association's business requires, on invitation by the President or on request by any Board member.

³The Board represents the Association. The Board designates the individuals who may act in the name of the Association and determines their mode of signature.

⁴The Board is in charge of all tasks that are not assigned to other institutions by the statutes or internal regulations. These tasks include in particular:

- a) Current affairs,
- b) Preparation of the General Assembly and other events of the Association,
- c) Establishment and dissolution of working groups and appointment of their members,
- d) Acceptance and exclusion of Members,
- e) Organization of the Business Office.

⁵The Board has a quorum when at least two of its members are present. Decisions are taken by simple majority of the votes expressed. Abstentions are not counted. The President casts the deciding vote in the event of a tie.

⁶Resolution by circular (in writing or by e-mail vote) is permissible if no Board member requests oral debate. An appropriate time-limit for such a request shall be included in the proposal

⁷The Board may establish a Managing Committee consisting of Board members for the day-to-day affairs.

9. Working Groups

¹The Board may establish permanent or ad hoc working groups for handling particular topics or projects. The Board defines their scope, duties and competences.

²Also non-members of the Association can be appointed as members of working groups.

10. The Business Office

¹The Board may establish a Business Office and define its duties and competences. These may in particular include taking care of day-to-day activities, general administration, accounting, recruiting members, maintaining contacts with members, authorities, associations as well as providing information and advice to third parties.

²The Board sets the Organizational Regulations and the conditions for the Business Office staff.

11. The Auditors

¹The General Assembly elects two auditors, responsible for reviewing annual accounts and making requests to the General Assembly. The accounts must be provided to them for auditing in a timely manner prior to the Ordinary General Assembly.

²The auditors are elected for a one-year term and may be re-elected.

12. Liability

¹ Only the Association's assets may be used for obligations/commitments contracted in its name. Members have no personal liability.

13. Financial year

¹ The financial year coincides with the calendar year.

14. Amendments to the Statutes

¹ A two-thirds majority of the General Assembly is required to amend the statutes. Abstentions are not counted

15. Dissolution of the Association

¹ The dissolution of the Association requires an absolute two-thirds majority of the General Assembly, with a quorum of 50% of the Full Members.

² In the event of dissolution, the General Assembly will decide on the disposal of the Association's assets.

16. Final Provisions

¹ The present Statutes have been approved by the Constituent General Assembly of 17 March 2015 at the Impact Hub in Zurich.

The Chair of the Constituent General Assembly:

The Secretary:

Jennifer Schäpper, Wil SG

Claudius Krucker, St.Gallen