

**Foundation of Association
FOR Association International
FORAI**

Constitution dated 1 February 2015

Article 1: NAME

FOR Association International, abbreviation FORAI is an Association in accordance with the Article 60 of the Swiss Civil Code. (Art. 60 ff. des Schweizerischen ZGB)

Article 2: SEAT

The seat of the Association is in Unterdorfstrasse 5, 8507 Hörhausen, Switzerland

Article 3: PURPOSE & OBJECTIVES

The Association is non-profit and non-political in nature and serves the sole purpose of promoting development of people and leadership that promotes sustainability, empowerment and integrity.

The objectives of the Association:

1. The aim is to work in partnership with onsite organisers of projects and follow-up Conferences of the initial FOR ('Freedom – Our Responsibility') 2014 in Bloemfontein with collaboration (to define with the onsite organisation), exchange of experience, connections to possible speakers and delegates.
2. To promote positive development through support and participation in development projects - after consultation with the FORAI board and experts of our choice and trust, if needed.
3. The Association can decide to work in partnership with all persons, institutions and government instances which share its purpose and support its objectives.

Article 4: MEMBERSHIP (Art. 65ff of ZGB)

1. Members shall have contributed a minimum of CHF 50.- annually towards the working capital of the Association.
2. Each Member is entitled to one vote each.
3. Any Member who wishes to terminate his/her membership may do so by written request to the Association. At least 30 days' notice must be given for such requests. Annual membership contributions shall not be refunded.

ARTICLE 5: ORGANISATION

The organs of the Association are:

1. The Executive Committee;
2. The General Body or the Annual General Meeting of Voting Members;
3. Chairperson
4. The Auditors, appointed by the General Body.

5.1 Executive Committee

- 5.1.1 The Executive Committee consists of the President, the General Secretary and the Treasurer of the Association.
- 5.1.2 The Executive Committee shall be elected annually by the voting Members.
- 5.1.3 The Executive Committee shall oversee the general administration of the Association and be responsible for the following duties:
 - a. It shall appoint such ad-hoc committees as are necessary to conduct the Association affairs.
Each ad-hoc committee shall be under the chairmanship of an Executive Member who shall be accountable to the Executive Committee.
 - b. The Executive Committee shall hold all the properties of the Association.
 - c. It shall authorise expenditures for any activities of the Association.
 - d. It shall report its activities to the General Body at its Annual General Meeting or in any Extra Ordinary General Meeting.
 - e. The Executive Committee shall prepare and circulate to the members at least two weeks before the Annual meeting of the General Body, the draft agenda and the audited statement of accounts.
- 5.1.4 The Executive committee administer all of the affairs of the association and shall conduct its organisational aspects through the format of meetings - conducted via skype, formal face to face sessions when convenient and via electronic format - but whose decisions shall be binding within the framework of the organisation's constitution (Articles of Association).

5.2 General Body

- 5.2.1 The General Body consists of all the bona fide voting members of the Association.
- 5.2.2 Each member shall have the privilege of voting at any meeting of the Association.
- 5.2.3 The Annual General Meeting shall be convened as announced each year with a minimum advance notice of 2 weeks in writing to all its members to:
 - a. adopt the agenda
 - b. approve the minutes of the last AGM
 - c. consider and decide upon such other business as may be in order
- 5.2.4 The Executive Committee may call for an Extra Ordinary General Meeting. In each case, a minimum advance notice of one week (e.g. by emailing), is to be sent to all the members covering specific agenda for the meeting.
- 5.2.5 50% of the members shall constitute a quorum for the transaction of business at all meetings of the General Body.
- 5.2.6 The General Body shall conduct its business in accordance with the Swiss Law OR/ZGB and By-Laws.

5.3 Chairperson

The General Body at each of its Annual General Meeting and if needed Extra Ordinary General Meeting shall appoint by a simple majority, a Chairperson to conduct the meetings of the General Body. The Chairperson shall conduct the meeting for which he is elected in accordance with the By-laws of the Association.

ARTICLE 6: CESSATION OF MEMBERSHIP (Art. 72 ZGB)

- 6.1 Notwithstanding anything to the contrary herein contained or implied, membership of the association shall *ipso facto* be terminable by Resolution approved by a majority comprising at least Three-Quarters ($\frac{3}{4}$) of the members of the Board of Directors, if they shall deem this to be in the best interests of the association.
- 6.2 Membership of the association shall *ipso facto* be terminated
 - 6.2.1 upon the death of a member or upon the voluntary dissolution
 - 6.2.2 upon receipt by the association of the written resignation of the member concerned
- 6.3 Membership of the association may also be terminated by the Board, in the event of a member's failure to make payment of any such subscription payment as may be stipulated by the Board from time to time; or if a member should fail to satisfy the Board with regard to its compliance with any other eligibility criteria that may be applicable in respect of membership from time to time.
- 6.4 For the avoidance of doubt, the Board shall be under no obligation to furnish reasons for, or to motivate, any decisions to admit, decline or terminate membership as aforesaid.

ARTICLE 7: DISSOLUTION OF THE ASSOCIATION

Upon its winding-up or dissolution, the assets of the Association remaining after the satisfaction of all its liabilities shall be given or transferred to one or more other Associations having the same or similar objects to those envisaged by the Main Object of the Association, as may be determined by its Members in General Meeting, at or before the time of such dissolution, or failing determination by them, then by the Court.

ARTICLE 8: AMENDMENTS

This constitution or a part thereof may be amended by a two-third majority of the General Body at any of its business meeting.

ARTICLE 9: BY LAWS

Any addition, deletion or amendment of By-laws or Rules of Procedure governing the routine operation of the Association business may be proposed by the General Body and shall be effective when affirmed by a majority of the General Body at any Business Meeting. Such By-Laws as proposed must not be in conflict with the basic provisions of the association's constitution.

By-laws may outline the Order of Procedure of meetings of groups designated in the Constitution, and may be put into effect such as listing and describing the responsibilities of the committees which are appointed by the Executive Committee.

ARTICLE 11: EFFECTIVE DATE

This constitution comes into force with effect from 1 February 2015 and supersedes all the provisions of the previous constitution and any amendments thereof

BY-LAWS OF THE ASSOCIATION

BY-LAW 1: DUTIES OF THE OFFICE BEARERS OF ASSOCIATION

i. The President shall:

- a. preside over meetings of the committee
- b. coordinate the duties of the committee and its ad hoc committees
- c. act as spokesperson for the committee and the Association
- d. sign all bank transactions jointly with the Treasurer
- e. delegate his/her duties, when absent to the General Secretary

ii. The General Secretary shall:

- a. record proceedings of the Committee and send each committee member a copy
- b. record proceedings of the Annual General Meeting or Extra Ordinary General Meetings of the Association
- c. handle correspondence on behalf of the committee as directed by the committee
- d. maintain the official record book of the Association and record therein all meetings, membership and other official matters
- e. Perform the duties of the president in his/her absence

iii. The Treasurer shall:

- a. be the official custodian of all Association properties
- b. keep the books of accounts of the association
- c. collect and receive all monies for the association and deposit into appropriate accounts
- d. make authorised disbursements on behalf of the association
- e. present statements of account to the committee periodically
- f. submit the books of account for the purpose of auditing and preparing the annual statement of accounts for the Annual General Meeting and as required by the committee

Hörhausen, 1 February 2015

Organogram

FOR Association International FORAI

Executive Committee

President	Susi Gubler	Switzerland
-----------	-------------	-------------

Treasurer	Barbara Brossi	Switzerland
-----------	----------------	-------------

General Secretary	Julia Böhni	Switzerland
-------------------	-------------	-------------

Deputy General Secretary	Hanna Pestalozzi	Switzerland
--------------------------	------------------	-------------

Auditor

Auditor	Beat Lehmann	Switzerland
---------	--------------	-------------