



# BYLAWS

## Verein ARCH AID

### 1. Name and Site

«Arch Aid» is an association in terms of Art. 60 ff. ZGB (Swiss Law) based in Flims Dorf (CH). It is politically and religiously independent.

### 2. Aim and Purpose

The association aims to support people in rural areas of developing countries through socially and ecologically sustainable projects, primarily in the field of architecture. In terms of ecological sustainability, these projects are intended to promote local building traditions and the use of natural and locally available building materials, while social sustainability focuses on humanitarian goals, such as promoting educational opportunities, strengthening rural communities and / or supporting women. The association has no commercial purposes and does not strive for profit. All parties work voluntarily.

### 3. Resources

The «Arch Aid» association obtains the financial means from membership fees, donations and special campaigns. The association has no commercial purposes and does not strive for profit.

### 4. Membership

Any legal and natural entities, as well as entities of public law, which support the aim of the association, may become members. The association is divided into active members with voting rights and patron members without voting rights. The active members form the planning team and are responsible for the organization and execution of projects through their voluntary work. Patron members support the association financially. In contrast to (one-time) donors, patron members are characterized by regular, annual, financial support. Patron members determine their personal membership fee at their own discretion. There is no minimum fee. Active members contribute to the association through their voluntary service and therefore are not obliged to pay the membership fee. Higher amounts, as well as further voluntary donations from members and non-members in an indefinite amount are possible at any time. Membership fees and donations flow transparently into the club account. Members can be accepted at any time. Written applications for admission must be sent to the board. Acceptance is decided upon by the board. A list of members is kept.

### 5. Expiration of membership

Membership expires

- for natural persons through withdrawal, exclusion or death.
- in the case of legal entities, by leaving, excluding or dissolving the legal entity.

### 6. Withdrawal and exclusion

A withdrawal from the association is possible at any time. A written letter of resignation must be sent to the board. The full membership fee has to be paid for the current year. The board decides on the admission and exclusion of members. The rejection of a membership application and the exclusion of a member can be done at any time without giving reasons.



## **7. The bodies of the association**

The bodies of the association are:

- a) The annual general meeting
- b) The executive board
- c) The planning team

## **8. The general assembly**

A regular general assembly takes place once a year in the 1st quarter and is the supreme body of the association. An extraordinary general meeting is called by the board or at the request of at least one fifth of the active members. The invitation to all members (active and patron) will be sent by email stating the agenda at least 20 days before the assembly. Since the members as well as the board of directors can consist of people of different origins, meetings can also be held online using suitable programs.

The General Assembly has the following powers:

- a) Approval of the protocol of the last general assembly
- b) Approval of the annual report of the board
- c) Approval of the annual accounts
- d) Discharge of the board
- e) Election of the president and the rest of the board
- f) Determining the membership fee
- g) Approval of the annual budget
- h) Decision making on the coming projects
- i) Discussion on motions of the board and the members
- j) Changes to the statutes
- k) Deciding on the exclusion of members
- l) Decision making if the association needs to be dissolved and how to use the liquidation

Every properly convened general assembly is quorate regardless of the number of members present. The members take decisions with a simple majority, i.e. an application is accepted if it receives more 'yes' than 'no' votes; abstentions are not counted. In the event of a tie, the President takes the casting vote. Statute changes require the approval of an 80% majority of those entitled to vote. A resolution protocol is to be drawn up about the decisions taken.

## **9. The board**

The board consists of selected active members. The board constitutes itself, with the exception of the association president. The executive board conducts the business of the association and decides on all of its matters which are not in accordance with the law or bound to the statutes of the general meeting. Its financial means are in the frame of the budget approved by the general assembly. The board meets as often as the projects demand. Each member of the Board of Directors can request a meeting, stating the reasons. Decisions within the executive board are taken by a simple majority. The members of the board work on a voluntary basis and are only entitled to compensation for their effective expenses carried out for the welfare projects.

## **10. The planning team**

The active members of the association form the planning team. The team is committed to the planning and implementation of the association's projects through their voluntary work. Like the board, which is made up of the planning team or active members, the planning team is self-constituting, which means that the association's various fields of activity are distributed and organized within the planning team.



### **11. Development cooperation**

The projects of the «Arch Aid» association are realized in cooperation with local construction companies or individuals. These are exclusive collaborations between the «Arch Aid» association and the respective local companies or individuals. The workers are in an employment relationship with their respective companies and not with the association «Arch Aid». All agreements between the association «Arch Aid» and the collaborative parties are in accordance to the agreed written contract.

### **12. Authorization to sign**

The association is bound by the signature of the president and an additional member of the executive board.

### **13. Liability**

Only the association's assets are liable for the debts of the association. Personal liability of the members is excluded. Any liability by the association is rejected.

### **14. Dissolution of the association**

The dissolution of the association can be decided by resolution of an ordinary or extraordinary general assembly and can be dissolved by 80% of the members present. If the association is dissolved, the association's assets fall to a tax-exempt, non-profit organization that pursues the same or a similar purpose. The distribution of the association's assets among the members is excluded.

### **15. Execution into force**

These statutes were adopted at the founding assembly on 31.07.2020 and came into force on this date.

Date, Place: 31.07.2020, Flims Dorf

President: Haselsberger Daniel

Protocol Recorder: Dhingra Isha