

# Bylaws of the Up With People Swiss Alumni Association

## Preamble

**Up With People (UWP) is an independent, international, non-profit educational organisation that is not affiliated with any religion, political group or government. Its purpose is to bring the world together through friendship and understanding.**

**The UWPSAA is the Swiss association of former Up With People participants. Our purpose is to ensure the communication among the members of the UWPSAA and other alumni in Switzerland and worldwide as well as to cultivate companionship and sociability within the UWPSAA.**

**We also counsel and support Up With People participants before their departure and after their return.**

## 1. Name & Seat

Under the name Up With People Swiss Alumni Association (UWPSAA) exists a politically and denominationally neutral association in accordance with the Swiss Civil Code (ZGB) article 60ff with the seat according to ZGB article 56.

## 2. Purpose

- 2.1 To ensure communication between Up With People, the Up With People International Alumni Association (UWPIAA), Alumni in general and the UWPSAA.
- 2.2 To improve and ensure communication among the members of the UWPSAA and other Alumni
- 2.3 To counsel and support Up With People members before their departure and after their return.
- 2.4 To support the Swiss tours of Up With People.
- 2.5 To cultivate companionship and sociability within the UWPSAA.
- 2.6 To support and help finance various projects.

## 3. Membership

- 3.1 Membership Categories: The association is comprised of active, passive and honorary members.
- 3.2 Active Member: All Up With People Alumni and Worldsmart Alumni can become active members. Every member automatically receives the full rights and duties in accordance with article 5.
- 3.3 Passive Member: Rights as with active members but without the right to vote or elect. Reduced duties (in accordance with article 5)
- 3.4 Honorary Member: Members may become honorary members by distinguishing themselves through special services or duties which have benefited the UWPSAA. Other people who have not yet been a member of the UWPSAA and have also given special support to the association may also become honorary members. Honorary members have the same rights as active members, but are relieved of their duties.

## 4. Admission

- 4.1 Active and Passive Member: New members, with complete addresses, are to be made known to the members of the association by the next orderly annual meeting.
- 4.2 Honorary Member: Any person who has rendered outstanding services in accordance with the principles of the association may be elected as honorary member, following recommendation by an active member to the Board of UWPSAA.
- 4.3 Membership Renunciation: Membership renunciation may be made at any time and without formalities. However, renunciation does not relieve one of the responsibility of any payments due, including those long overdue and those for the current membership year.
- 4.4 Expulsion: Expulsion is enforced by the Board if a member seriously violates the association's bylaws, repeatedly does not fulfil his financial responsibilities or puts the reputation of the UWPSAA at risk through dishonourable behaviour in or outside of the association.

## 5. Rights and Duties

- 5.1 Rights
  - 5.1.1 Right to vote and elect: With the exception of passive members, all members have the same right to vote and elect at the annual meeting.
  - 5.1.2 Calling of Annual Meeting: In accordance with article 6.3.1
  - 5.1.3 Advantages as a Member: Every member is entitled to the services of the UWPSAA, for example the distribution of information, addresses, specifications and association events.
  - 5.1.4 General Rights in Accordance with ZGB: For all rights which are not specifically mentioned in these bylaws, the regulations of the ZGB will apply.

- 5.2 Duties
- 5.2.1 Annual Membership Fee: Each active and passive member has an obligation to pay the annual membership fee.
- 5.2.2 Participation at Annual Meeting: All active members have an obligation to attend the annual meeting. Members who are unable to attend must notify the Board at least three weeks in advance of the meeting. Once registered for the meeting, members have an obligation to pay the cost involved even if they do not show up.

## 6. Executive Bodies

The executive bodies of the association are:

- General Assembly
- Board
- Auditors
- Special Committees

- 6.2 Operational Year: The operational Year of the association shall be July 1<sup>st</sup> to June 30<sup>th</sup>, on which date the accounts will be closed.
- 6.3 Annual Meeting
- 6.3.1 Calling of Meeting
- 6.3.1.1 Regular Annual Meeting: The annual meeting of the General Assembly takes place yearly within 6 months of the closing of the operational year. By informing all members in writing, the Board calls the annual meeting at least six weeks in advance.
- 6.3.1.2 Exceptional Meeting of the General Assembly: Exceptional meetings of the General Assembly are called by order of the General Assembly, the Board or by at least 20% of all members. A written invitation to the meeting must declare its purpose and is to be sent to all members at least one month prior to the meeting.
- 6.3.2 Quorum (minimum number of members to be present to constitute a valid meeting): Voting and elections take place by a show of hands. To change the bylaws a two third majority is needed.
- 6.3.3 Authority: The General Assembly enforces the handling of the agenda in due order. General authority is in accordance with the ZGB 64, 65 and 76. The exceptional meeting of the General Assembly will handle the exceptional agenda especially elections, changes to the bylaws and the dissolution of the association.
- 6.3.4 Changes of the Bylaws: A change to the bylaws must be presented to the Board at least eight weeks prior to the annual meeting. For the quorum, article 6.3.2 applies.
- 6.4 The Board
- 6.4.1 The Board is comprised of:
- President
  - Vice-President
  - Treasurer
  - Secretary
  - 1 At-Large Member
- The Board constitutes itself.
- 6.4.2 Scope of Duties
- 6.4.2.1 Passing of resolutions in all concerns of the association which are not specifically assigned to the General Assembly or the other executive bodies. Entitled especially to the whole management of the association and the general supervision of the interest of the UWPSAA (in accordance with article 2).
- 6.4.2.2 Execution of the decisions of the association
- 6.4.2.3 Representation of the association, outside of the UWPSAA. The president, along with the Treasurer, holds the legally binding signature of the UWPSAA, the Vice-President taking the place of the President in case of hindrance.
- 6.4.2.4 Calling the annual meeting and setting the agenda.
- 6.4.3 Term of Office: The term of office lasts two years in each case. After this expires, each Board member becomes eligible again for re-election. Two, respectively three Board members must be confirmed every year (rotation).
- 6.4.4 Meetings: The Board meetings will be called either by the President or by at least two Board members.
- 6.4.5 President: The President is chairman of the Board and manages all business of the association. He represents the Board outside of the UWPSAA. He presides over the annual meeting as well as over the Board meetings. He has the deciding vote in case of a tie in voting and elections.
- 6.4.6 Vice-President: If the President is prevented from fulfilling his duties, the Vice-President may take over the responsibilities of the President. He can also be appointed for special assignments.
- 6.4.7 Treasurer: The Treasurer manages the financial business of the UWPSAA. He manages a cash-book and presents the yearly financial statement to the General Assembly.
- 6.4.8 Secretary: The Secretary handles the general correspondence of the UWPSAA, manages the addresses of the members and the supplies of the UWPSAA. He is responsible for taking the minutes at the annual meeting.
- 6.4.9 At-Large Member of the Board: One additional Board member is to be elected from varying committees whenever possible. Within the Board, he represents his own committee as well as the interests of all other committees. He may also be appointed for special assignments.

- 6.4.10 Regulation of Expenses: Only costs and expenses connected to the activities of the association will be validated.
- 6.4.11 Resignation: The intention to resign must be made known to the Board at least two months in advance of the annual meeting. Resignation will result automatically after voluntarily leaving or expulsion from the UWPSAA by the Board. Dismissal can be demanded at the annual meeting (or exceptional meeting) through a majority vote.
- 6.5 Auditors
  - 6.5.1 Election: The General Assembly will elect two members of the association as auditors for the period of two years.
  - 6.5.2 Duties: They verify and examine the inventory, bills, accounting, receipts, cash balance and the association's assets. They present the General Assembly with a written report about the yearly financial statement and the result of their activities as auditors.
- 6.6 Special Committees: The goals of these committees are the realisation of the specific tasks or assignments, such as publishing of a club newspaper or the carrying-out of various events. The duties and goals, as well as the funds made available will be laid down by the respective committee regulations.

## **7. Funds**

- 7.1 The income of the UWPSAA consists of:
  - Annual member fees
  - Voluntary contributions
  - Extraordinary income
- 7.2 Member Fee / Predetermination: On a motion from the Board, the annual member fees are to be determined for the following year by a majority vote from the General Assembly.
- 7.3 Voluntary Contributions: Among these are donations, contributions from sponsors, gifts and presents.
- 7.4 Extraordinary Income: Consists of income from special events that are relevant to the purpose of the association. Also included is interest collected from the association's assets and other unique earnings.
- 7.5 Utilisation
  - 7.5.1 Continuous Business Expenses (Club Expenses): For the dealings of all club business, each member of the Board may spend up to CHF 100.- with approval from the Treasurer. Expenses up to CHF 1'000.- must be approved by the Board and the expenses over CHF 1'000.- must be approved by the General Assembly.
  - 7.5.2 Annual Contribution to the Up With People International Alumni Association: The amount of this contribution is 20% of the membership fee.
  - 7.5.3 Special Contributions and Expenses: Special contributions and expenses which must be suitable to the purpose of the association will be decided upon by the General Assembly.
- 7.6 Profit: In the event of a positive closure of the accounts, the profit will be carried forward to the following operational year. The General Assembly will decide on other uses of any profit.

## **8. Liability**

- 8.1 The association's assets shall be adhered to exclusively for all liabilities of the club. Every personal liability of the members is excluded, except in cases of civil wrong.
- 8.2 Liability of Members: The members as well as third parties participate in all UWPSAA events and activities at their own risk. Insurance is up to the participants.

## **9. Dissolution**

- 9.1 Decision of Dissolution: A dissolution of the association or an amalgamation with an other club can only be decided on by a two third majority vote by the General Assembly. If there isn't a two third majority vote, another meeting must be called within one month. Regardless of the number of participants at this meeting, the motion of the association's dissolution will be decided upon again by a majority.
- 9.2 Liquidation: If the decision has been made to disband, the Board has the task to liquidate the association within three months in accordance with the legal regulations. Club assets, if any are to hand, will go either to the UWPIAA, be shared between other Alumni clubs or be used to sponsor future Up with People students (Eastern Europe or third world countries). This must happen within two years of the final decision to disband. If within this time period, a new association with the same objectives is founded in Switzerland, this new association may take over the club assets.

## **10. Final Regulation**

Every member of the UWPSAA will upon request receive a copy of the club bylaws when joining the association.

These bylaws have been accepted by the General Assembly on 30<sup>th</sup> September 2006 and become effective immediately. They therefore replace the previous bylaws from 30<sup>th</sup> October 2004.