

# **Constitution of the St Ursula's Charitable Association**

## ***I General***

### *Article 1 Name and Seat*

The St Ursula's Charitable Association is a non-profit-making association under Articles 60-79 of the Swiss Civil Code. Its seat is at Jubiläumsplatz 2, Berne.

### *Article 2 Objects*

The association is run on Christian principles to provide:

- aid, counselling and assistance to all who require it, irrespective of religion or denomination;
- assistance for charitable projects in Switzerland and abroad for the relief of poverty and suffering, for education and for social development;
- financial support for maintaining the buildings of St Ursula's Church, which are under protection as a listed monument.

### *Article 3 Charitable Status*

The St Ursula's Charitable Association is a charitable association and is non-denominational in character, although it enjoys the support of and has connections with the Archdeaconry of Switzerland, part of the Diocese in Europe of the Church of England. The organs of the association are all honorary.

## ***II Membership***

### *Article 4 Members*

Membership of the association is open on application to the executive committee to natural or corporate persons who support the aims of the association.

The executive committee can terminate the membership of any member who acts against the interests of the association.

### *Article 5 Finance*

The amount of the regular subscription for members shall be Fr 50 initially, or such other amount as may be determined by the annual general meeting.

Members have no personal liability for the debts of the St Ursula's Charitable Association.

## ***III Organization***

### *Article 6 Organs of the Association*

The organs of the St Ursula's Charitable Association are:

- The general meeting
- The executive committee
- The auditors

## ***A General Meetings***

### *Article 7 Convening of Meetings*

The regular general meeting shall take place annually in the first four months of the year. The invitation shall be sent to members together with the agenda at least three weeks in advance.

An extraordinary general meeting may take place on the resolution of the executive committee or at the request of one fifth of the members.

### *Article 8 Business and Powers*

The business and powers of the general meeting shall be:

- a) Election of the Chairperson, of the remaining members of the executive committee, and of the auditors
- b) Resolutions relating to the annual report and annual accounts
- c) Determining membership subscriptions if necessary
- d) Deciding any motion proposed by the executive committee or the members
- e) Changes to the constitution
- f) Determining the financial responsibilities of the executive committee
- g) Dissolving the association

### *Article 9 Voting and Elections*

Voting on resolutions is by the relative majority of votes cast. If an equal number of votes is cast, a motion will not be carried.

Voting is by ballot unless the general meeting determines otherwise.

## **B Executive Committee**

### *Article 10 Composition and Election*

The executive committee consists of the chairperson and up to fifteen other members. Members of the executive committee are elected for a period of one year, and may be re-elected. The election of replacements may take place at any general meeting.

The chairperson shall be chosen by the general meeting. Other appointments shall be decided by the executive committee itself.

The executive committee may co-opt people to serve in an advisory capacity, whose contributions appear valuable to its meetings.

### *Article 11 Business and Powers*

The executive committee is responsible for the execution of all business which is not reserved by law or by this constitution to another organ. Its responsibilities include in particular:

- Approval of the annual plan and budget
- Representing the association to outside bodies

### *Article 12 Convening of Meetings, Voting*

The executive committee shall meet as often as activities demand, but at least once a year.

The executive committee may reach decisions when a quorum of at least half its members is present.

The same voting regulations apply as at general meetings.

### *Article 13 Signatory powers*

The chairperson or treasurer is authorized to sign on behalf of the association. Their signature is legally binding.

The executive committee may appoint other authorized signatories.

## **C Auditors**

### *Article 14 Election and Term of Office*

Two auditors shall be elected by the Annual General Meeting for a term of one year. They may be re-elected.

#### *Article 15 Business and Powers*

The auditors are responsible for examining the accounts of the St Ursula's Charitable Association. They may inspect all book-keeping documents at any time, and may verify whether executive committee decisions with financial implications have been correctly carried out.

The annual accounts shall normally be submitted to the auditors by 31 March of the following year.

After audit, the auditors shall submit a detailed report in writing to the executive committee.

### **IV Finance**

#### *Article 16 Sources of Finance*

The income of the St Ursula's Charitable Association is composed in particular of:

- Members' subscriptions
- Donations by private individuals
- Grants from public bodies
- Contributions from private organizations

#### *Article 17 Liability*

Liabilities towards third parties are guaranteed solely by the association's assets.

### **V Other**

#### *Article 18 Revision of Constitution*

A change to the constitution requires the agreement of at least two thirds of members present at a general meeting.

#### *Article 19 Dissolution*

A decision to dissolve the association must be accepted by at least two thirds of voting members present at a general meeting.

In the case of dissolution, the association's remaining assets shall be irrevocably transferred by simple majority vote of the general meeting to a charitable organization enjoying a tax-exempt status and domiciled in Switzerland, having as similar objects as possible.

#### *Article 20 Coming into Force*

This present constitution was approved by an initial meeting on 11 January 2005 and came into force immediately. Article 19 was amended by an Extraordinary General Meeting on 5 July 2005.

Berne, 11.1.2005 (as amended on 5.7.2005)