

UECD STATUTES

1. Name, Headquarters

The Nonprofit-Organisation Uganda Empowerment and Career Development Switzerland (UECD Switzerland), referred to in the following context as “NPO,” is an association in the sense of Article 60.ff.ZGB with headquarters at the residence of the incumbent president or presidents.

2. Purpose and Goals

The NPO is designed neither for commercial nor self-help purposes. As a Non-Profit Organization (NPO), its aim is to support young, underprivileged Ugandan adults in their career training and integration into the labor force. In particular we support:

- young Ugandan adults financially, or/and additionally in their chosen career and integration.
- Psychological help for these students as they proceed with their career choice and start in their new field.
- Creating means for increased understanding in Switzerland for the African, and particularly for the Ugandan culture.
- Encouragement of cultural exchange between sponsors and students, particularly with the aid both of electronic media and direct personal encounters.

3. Membership

The NPO consists basically of active members. They have election and voting rights, as well as the responsibility to contribute financially. They must apply to the president or presidents for acceptance.

Those who have participated extensively in the NPO earn the privilege of acceptance as honorary members. They also may participate in choosing and voting, but are not obliged to contribute financially. Acceptance is voted upon at the annual general meeting of the NPO.

Membership in the NPO obliges recognition and acceptance of the constitution, regulations, and decisions made by the NPO. Individuals and legal entities can become active or honorary members of the association.

It is taken for granted that before being accepted as a sponsor, one has been an active member. Active membership is desired to continue after sponsorship acceptance.

4. Patrons

Patrons are individuals and legal entities, who through interest in the activities and goals of the NPO wish to contribute monetarily with donations or legacies. They are guests at the annual general meetings, and are informed regularly of the NPO's activities.

5. Admission

The entire Board of the NPO votes on the membership application of active members.

6. Resignation

Resignations are to be explained in writing and delivered to the Board. Declarations of resignation are not understood to be an excuse for neglecting existing contracts with students.

7. Expulsion

If any member neglects or in some way decisively harms the NPO, it is possible that the NPO will be obliged to expel said member from further participation. The decision will be in writing, and will be valid immediately. However, if there is an application for repeal and re-admittance within twenty days of receiving notice from the Board, this lodging of an appeal can be taken up during the next full general meeting.

8. Contributions

The annual dues for active membership is twenty Swiss francs for students, and fifty Swiss francs for those who earn a salary.

9. Entities of the NPO

- NPO General Meeting
- NPO Board
- Auditor(s) Position

10. NPO General Meeting

The Annual General Meeting of the association is the most important constituent of the NPO. It takes place during the first half of the year. Exceptional General Meetings may be called at the discretion of the Board, or at the demand of 1/5 of active members with voting rights.

The members receive an invitation to the annual meeting at least twenty days before it occurs. The invitation contains a list of motions and proposals to be included in the minutes, or agenda. Further business for the agenda may be submitted by members, in writing to the president or presidents at least ten days prior to the general Meeting. Without due notice, these additional motions and proposals cannot be discussed during the full annual meeting.

However motions that are not announced beforehand can, as an exemption, be considered as long as there is an important basis for doing so, and 1/3 of the Bord Members also consider the item vital to consider.

All members who are present have an equal power to vote. Substitute voting for individual members is not allowed. Legal entities however, may vote by an authorized representative.

Decisions are reached by a simple majority of votes at the general annual meeting of the NPO. In case of a tie vote, the Presidents will have the stitch decision.

The following functions of business are within the scope of an general annual meeting:

1. Acceptance of the minutes from the last general meeting
2. Annual report and yearly budget
3. Décharging of the Board
4. Election of Board members and President or Presidents
5. Amendments of the articles of the constitution
6. Dissolution of the NPO
7. Settlement of appeals
8. Treatments of applications of the general meeting and of the Board

11. The Board

The Board consists of at least three and at most five members.

The Board will be chosen on an annual basis. The Presidents is chosen at the annual meeting; the Board constitutes itself.

Decisions are arrived at only when at least half the Board members are present. Decisions of the Board are based on a simple majority of votes. In case of a tie, the Presidents has the casting vote.

The Board may make decisions by circular resolution or use electronic means, so long as no Board member insists on a meeting.

Board members draw collectively in twos.

Within the competences of the Board are contained all matters of businesses that are not explicit reserved by constitution for the annual general meeting. Namely, this business includes the following tasks:

- the search for sponsors to support chosen students
- the search for financial patrons
- maintenance of close contact to sponsors and patrons, as well as keeping them posted with ongoing information concerning our activities
- close work (networking) with the Board UECD Uganda
- consideration and acceptance of students recommended by UECD Uganda
- continual evaluation of academic performance, development, and financial circumstances (in particular the budget and ongoing expenses) of students
- evaluation and further development of NPO strategies.

The Board members are honorary and have basically claim only on compensations on effective and cash expenses. For special achievements of single Board members can be payed appropriate compensation.

12. Auditing position

The annual general meeting will elect an authorized auditor or auditors who is expert in financial review. This person or persons will inspect and control the yearly expenses according to the standard for limited auditing (article 727 a OR , through consulting the lawful thresholds according to the Swiss Examination Standards (orderly Auditing Article 727 OR).

The Auditors reports back to the Board for the attention of the NPO's general meeting. Repeated election of auditor or auditors is possible. It is also possible that the auditor is chosen from one of the members of the NPO.

13. Financial responsibility

Only the association's assets are liable for the association's liabilities. Liability of individual members is excluded.

The invoice of the NPO's yearly account will be closed on 31st of March.

14. Statute Revision

The statutes can be amended at any time through procedures followed at the annual general meeting of the NPO. The suggested revisions must be properly included in the agenda, and also included in the NPO invitation sent in advance to all members. Decisions regarding these revisions can only be accepted with a 2/3 majority of those qualified members present at the yearly meeting.

15. Dissolution/Fusion

For a possible dissolution or fusion of the NPO, it would be necessary to have a 3/4 majority of qualified members, called expressly to a meeting for this purpose. After such an event, all financial holdings will be turned over to a tax-exempted organization whose aims are identical or similar to ours. Sharing these hypothetical funds among the members is prohibited.

This constitution will be voted on, fully validated, and activated through incorporation into the founding members meeting of 17.06. 2007, held in 8049 Zürich.

Additions to the statutes from April 30, 2016 were voted upon, validated, and activated by item 12 at the general meeting of May 3, 2020.

President: Eva Winizki
Vice-President: Brigit Furrer

3rd of May 2020