

**UKRAINIAN ASSOCIATION OF STUDENTS AND ACADEMICS IN ZURICH (UASAZ)**  
**STATUTES**

## Chapter I: The Association

### **Article I: Legal Form**

1. The “Ukrainian Association of Students and Academics in Zurich”, otherwise known as “UASAZ” is a non-profit organization (within the meaning of and as defined by Articles 60 et seq. of the Swiss Civil Code) headquartered and registered in Zurich (Switzerland).
  - a. The above name must be mentioned in all acts, invoices, announcements, publications, letters, orders, and other official documents created and/or agreed upon by the association.
2. The association was established on **26 October 2022** for an undefined duration and can be disbanded at any moment in accordance with the rules for disbandment enshrined in the statutes of the organization.

### **Article II: Goals**

1. The UASAZ is a not commercially, politically, or religiously motivated association, which pursues the following goals:
  - a. To bring together like-minded people who are interested in Ukraine and the activities of the association.
  - b. To facilitate connections between Ukrainian students and academics who study/have studied or work/have worked in Zurich and between all members of the association.
  - c. To represent members of the association and their interests at meetings with other students, academics, associations, and cultural institutions.
  - d. To organize educational, social, cultural, sports, and other activities for the members of the association and the general public.
  - e. To organize and facilitate events that promote Ukrainian culture, scholars and research.
  - f. To establish connections between academic and cultural institutions in Zurich (and the whole Switzerland) and in Ukraine, enhance common exchange, and facilitate relations between both parties through the path of culture, cooperation, coordination, and information sharing.
  - g. To welcome new Ukrainian and Ukrainian-speaking members of ETH, UZH, and other higher education or research institutions in Zurich and facilitate their integration.
  - h. To promote Ukrainian culture at higher education and research institutions in Zurich.
  - i. To increase awareness about Ukraine and Ukrainian issues among ETH and UZH students and other higher education and research institutions in Zurich.
2. The UASAZ declares that the funds of the UASAZ will be allocated to the purposes decided above.

### **Article III: Resources**

1. The revenue of the UASAZ is made up of:
  - a. Donations and contributions of sponsors and members.
  - b. Private and public funding from organizations.
  - c. Proceeds from public events organized by the UASAZ or other associations.
  - d. Membership fees agreed upon at the General Assembly (GA) every year.
  - e. Any other resources authorized by Swiss law.

## Chapter II: Members of the Association

### **Article IV: Membership**

1. Two types of working memberships exist in the association:
  - a. Effective members.
  - b. Board members.
2. The association must have at least six working members (incl. at least three board members) to function.

### **Article V: Effective Membership Entry**

1. Any Ukrainian and non-Ukrainian student, alumni, faculty member, or employee of the higher academic institution in Zurich (and in the whole Switzerland) who is interested in the activities of the UASAZ and agrees to follow the purposes of the UASAZ can become its effective member.
2. Membership applications should be sent to the Board electronically or in writing and should include the name, country of origin, contact information (email or phone number), academic position/title, and motivation to join the association. After submitting the application and paying the membership fee, the person becomes an effective member of the Association.

### **Article VI: Effective Membership Rights and Obligations**

1. The list of UASAZ members is regularly updated by the Board.
2. Only UASAZ members can vote at the GA and be elected to the Board.
3. Each member of UASAZ gets one vote at the GA.
4. Members are required to abide by the purposes of the organization and the Statutes.
5. UASAZ members pay a yearly membership fee (for one calendar year starting on January 1<sup>st</sup> and ending on December 31<sup>st</sup>) agreed upon by the GA every year.
6. Any member can terminate his/her membership through the following means:
  - a. Written notification to the Board and Board confirmation.
  - b. Oral notification during the GA and Board approval.
  - c. In case of death (for natural persons) or dissolution (for legal persons or institutions).
  - d. By not paying the yearly membership fee by the beginning of the new calendar year.
7. Membership termination is only effective after confirmation from the Board.
8. A member who has resigned has no right to the assets of the UASAZ and cannot claim refunds of any donations or contributions they made.

### **Article VII: Effective Membership Exclusion**

1. The Board reserves the right to refuse/terminate the membership of any person in case of conflict of interest, misconduct, or unconstitutional practice.
2. The exclusion of a member is decided at the GA on the proposal of the Board.
3. The excluded member has no right to the social fund and cannot claim reimbursement of any donations or contributions that he or she has paid. Likewise, he or she cannot claim any account, require any inventory, or demand the liquidation of UASAZ.

### **Article VIII: Honorary Membership**

1. Apart from working members, the association can have honorary members.
2. Honorary members are exempt from membership fees and from voting at the GA.
3. This type of membership is generally reserved for persons and entities outside of Zurich or Switzerland who would still like to contribute or participate in the events organized by UASAZ.
4. The decision to grant honorary membership is taken through a majority vote by the Board.
5. Any person can become an honorary member as long as they agree to abide by the goals and purpose of the organization.

#### **Article IX: The Board**

1. The Board serves as the executive body of the UASAZ. It manages the association within the framework of the statutes and the directives of the GA. In particular, the Board:
  - a. Decides on the orientation of the association;
  - b. Decides on the projects to be developed and maintains contact with partners;
  - c. Admits new members, while retaining a right of refusal;
  - d. Approves the resignation of working members;
  - e. Maintains the accounts of the association and submits them to the GA for ratification;
  - f. Convenes the GA and draws up its agenda, including the annual budget;
  - g. Can propose changes to statutes to the GA;
  - h. Keeps a list of members of the association up-to-date;
  - i. Organizes events and fundraisers, communicates them to members, and ensures that they run smoothly.

#### **Article X: Board Membership Election**

1. The Board consists of a minimum of three members, which must include a President, a Treasurer, and a Secretary, with the Treasurer and Secretary serving the role of Vice-President.
2. The Board is elected by the Ordinary GA for a term of one year.
3. Members of the Board are eligible for re-election.
4. All members of the Board are separately elected and voted on.
5. The Board notifies UASAZ members at least one month in advance before the date of the expiry of their mandates and the opening of candidacies for the elections of the board.
6. Board members may be elected during the year at an Extraordinary GA, for a term covering the rest of the year.
7. A working member who wishes to be a candidate for the position of President must have been a member of UASAZ for at least half a year to be considered a legitimate candidate.

#### **Article XI: Board Membership Termination**

1. Every Board member may resign through a written announcement addressed to the President of the UASAZ. If this happens, a replacement functionary may be appointed.
2. If a member of the Board cannot carry out his or her full term for reasons other than resignation, the Board may appoint another member to take over the position in question.
3. The replacement of the President, Treasurer, and Secretary must be approved at a GA.
4. If a Board member is absent for three consecutive conventions of the Board without warning the President or Secretary and without a valid reason for absence, he or she will be considered in the process of statutory resignation. The validity of the reasons for absence will be judged by the

remaining Board members and voted on unanimously by the Board (exceptions apply, see Article XI.3).

5. The Board is relieved of its obligations towards the association at the end of its mandate during the Ordinary GA. The termination is not put up for a vote.

#### **Article XII: Board Membership Roles**

1. The tasks of the core functionaries of the Board include, but are not limited to, the following:
  - a. The President presides over the association and organizes the GA. He or she is responsible for the daily functioning of the association, its activities, and assistance to the organization. He or she acts as the legal representative for all documents that mention the name “UASAZ” in reference to the association.
  - b. The Treasurer is responsible for the accounting of the association. He or she makes up the financial report on every organized activity, including a monthly financial report and a yearly balance of payment statement. The Treasurer is responsible for carrying out outgoing payments and for receiving outstanding payments, fees, and subsidies. The Treasurer serves as the legal body (in tandem with the President) on all official documents related to UASAZ finances (incl. fees, sponsorships, and contracts).
    - i. This means that all documents pertaining to finances must be signed by both the President and Treasurer (as a secondary legal body).
  - c. The Secretary is responsible for the administrative tasks of the association, such as the creation of records, keeping the list of working members up-to-date, and reports of activities during meetings, as well as the creation of a yearly report. The Secretary is the guardian of the statutes and ensures the legal functioning of the organization. As such, the Secretary serves as the legal body (in tandem with the President) on all official documents related to UASAZ legislation.
    - i. This means that all documents pertaining to legislation must be signed by both the President and Secretary (as a secondary legal body).
2. Both the Treasurer and the Secretary serve the role of Vice-President in the absence of the President. The role of the Vice-President is to take over the responsibilities of the President in case of his or her absence. The President may, at any point in time, delegate decision-making powers to each of the Vice-Presidents through a signed letter.
3. Apart from the core functionaries, the Board may include other positions, such as:
  - a. Events managers (responsible for organizing and managing the events).
  - b. Communication, Sponsoring, and Cooperation managers (responsible for coordinating Social Media and communication to and from members, communication with the sponsors, and cooperation with other organizations).
  - c. IT managers (responsible for operating the website and other IT matters of the organization).
4. The Board is not limited to the roles outlined in Article XII and upon the decision of the members of the Board, additional functionaries can be created.

#### **Article XIII: Board Operations**

1. The Board meets freely, without a fixed schedule, but at least 11 times per year.
2. The Board can only convene and decide legally if at least half of the Board members are present.

3. Decisions of the Board are taken by a simple majority unless otherwise specified.
4. Each member has only one vote while effective voting power is carried by those members who are present at the Board meeting.
5. In the event of a tie, the President's vote (or the vote of the presiding Board member) is decisive. When the presiding Board members are the Treasurer and Secretary and, in case of a tie (i.e. the Secretary and Treasurer are present with diverging views), a decision is not reached and is postponed until the next meeting of the Board.
6. In case of emergencies, the Board may decide through unanimous written agreement of the board members preceded by a video, email, telephone conference, or another means of communication. The written agreement then becomes legally binding.
7. A report is made of the decisions of the Board, which is kept at the registered office. The secretary is responsible for maintaining these reports.
8. Every working member and third party has the right to inspect these reports.
9. The Board also reports on its activities to the GA.

#### **Article XIV: Board Advisor**

1. At any point in time the Board may assign any individual who is not a member of the Board, but is interested in the goals, purposes and activities of UASAZ, the position of a Board Advisor (multiple Board Advisors can be appointed).
2. The role of a Board Advisor is to consult the Board on its activities, as well as offer expertise, connections and guidance on future UASAZ events.
3. The decision to assign a Board Advisor is taken unanimously by the Board at a Board meeting.
4. Analogously, the Board may terminate an individual's role as a Board Advisor by unanimous vote at a Board meeting.

### Chapter III: Sponsors

#### **Article XV: Sponsorship**

1. The purpose of the sponsorship fund is to support the development of the UASAZ and its activities.
2. Any individual or legal entity is eligible to become a sponsor of the Association.
3. Sponsorship applications should be sent to the Board electronically. After submitting the application, approval by the Board and paying a contribution, the person becomes a sponsor of the Association. The minimum annual amount of sponsorship contribution is 100 CHF.
4. The Board reserves the right to reject the application if applicant's interests or values contradict the ones of the Association.
5. Sponsorship does not automatically grant membership to the applicant. To become the member of the Association, a separate application must be submitted.
6. The list of sponsors is published on the UASAZ website. Any anonymity must be requested at the time of registration or at the latest upon payment of the sponsorship contribution.
7. The obligations of the sponsors are limited to the contribution made. The personal liability of individual patrons is excluded.
8. Sponsorship benefits include a sponsor certificate, delivery of the annual report, publication on the website, and invitation to the GA.

## **Chapter IV: The General Assembly**

### **Article XVI: Role**

1. The General Assembly (GA) is the highest sovereign organ of the association, which determines and controls the activities of the association. It automatically takes all decisions that are not the responsibility, by law and these statutes, of another body of the UASAZ. In particular, it:
  - a. Elects the Board;
  - b. Approves the budget;
  - c. Can expel a working member;
  - d. Approves any amendments to the statutes;
  - e. Closes the current accounting year and opens the next;
  - f. Appoints each year, outside the board, a control body (auditor);
  - g. Approves the reports of the board, the annual accounts, and balance sheets;
  - h. Releases the Board from its obligations towards the association at the end of its term;
  - i. Issues an opinion on any proposal appearing on the agenda emanating from the board or a member.

### **Article XVII: Operation**

1. The GA is split into two types of general meetings:
  - a. The Ordinary General Assembly (OGA).
  - b. The Extraordinary General Assembly (EGA).
2. The OGA is convened twice a year: once in autumn and once in spring.
3. It takes place regardless of the number of people present.
4. The EGA may be convened on the request of at least 25 percent of effective members or by the decision of the Board.
5. The Board communicates the date of the GA to its members at least one month in advance in case of the OGA, and at least two weeks in case of an EGA.
6. The Board publishes the agenda at least two weeks before the OGA and at least one week before the EGA.
7. All working and honorary members have the right to make proposals and attend the GA.
8. Proposals made by effective members must be communicated to the Board in writing at least two weeks before a GA, which will then be added to the agenda.
9. The Secretary is responsible for writing the protocol of the meeting, which will be made public to all the members. Every member and the third party can have access to the GA protocol.

### **Article XVIII: Voting**

1. At the beginning of the GA, a vote counter(s) is(are) appointed and fixed in the protocol.
2. Each working member has the right to vote at the GA and has one vote.
3. The Board is responsible for checking the right to vote of those present before GA start.
4. The decisions of the GA are taken by a simple majority vote (with the President or presiding board member serving as a tie-breaker) and a two-thirds majority vote in case of changes to statutes.
5. Voting is done non-anonymously unless two or more members request an anonymous vote.



## **Chapter V: Accounting and Auditing**

### **Article XIX: Accounting**

1. The corporate and accounting year begins on January 1.
2. The Board presents the yearly financial report of the preceding financial year and a financial prospect for the following year to the GA for approval. The GA votes with a simple majority.
3. The yearly financial report is submitted to the registry and is kept by the Secretary.

### **Article XX: Auditing**

1. An auditor(s) is(are) responsible for auditing the accounts and the balance sheet presented by the Board, then submitting a report to the GA.
2. The auditor(s) is(are) liable to:
  - a. Require at all and any time the account statements and accounting documents of the association, as well as check the status of the cash register at any point in time.
  - b. Convene EGAs in the event of serious malfunctions in the association.
  - c. Attend Board meetings.

### **Article XXI: Auditor Elections**

1. Auditor(s) can be elected each year at the GA.
2. Any non-member or an effective/honorary member of the association may be elected as an auditor.
3. In the event of the resignation of an auditor (with the approval of the Board), the Board can convene a GA within a reasonable time to elect a new auditor.

## Chapter VI: Committees

### **Article XXII: Role**

1. The Board may set up committees to carry out specific tasks.
2. The Board may delegate part of its competencies to non-Board members, without this transfer having any effect on the general policy of the association or the general competencies of the Board.
3. The set-up committees report on their activities to the Board at least once a month.
4. A committee may be created for a limited period (provisional committee) for a single event, or they can be created permanently. Under all circumstances, the creation of committees is the exclusive competence of the Board.

### **Article XXIII: Creation**

1. When a committee is created, the Board draws up the protocol specifying the tasks and responsibilities of the committee and appoints its members. The Board can also appoint the chairman(-woman) of the committee.
2. Any member of the UASAZ can become a member of a committee.
3. In case of external collaborations, an external person can become a member of a committee.

### **Article XXIV: Functioning**

1. Committees work independently from the Board but regularly report on their activities, with the Board being able to request additional information on their activity at any point in time.
2. Only the Board can fix the budget of the committees (in line with the budget approved by GA).
3. An existing committee must submit an accounting report to the Board at the end of its activity.
4. A committee must submit a complete account at least once a year so that the accounts can be presented to the GA.

## **Chapter VII: Statutes**

### **Article XXV: Statutory Duty**

1. Every Board member of the association is expected to have read the statutes, know them, and accept them. Every working member is expected to be familiar with the goal and purpose of the association enshrined in the statutes and their rights and obligations under the statutes.
2. In case a member cannot agree with one or more articles of the statutes, a complaint can be filed with the GA.

### **Article XXVI: Statutory Adjustments**

1. The statutes may only be adjusted during a GA according to the rules set out in Article XVI.
2. All statutory adjustments must be dated and signed by all acting core functionaries of the Board.
3. The new statutory adjustments definitively change all articles from the previous version of the statutes under the effect of the new adjustments.

## **Chapter VIII: Liabilities and Signature**

### **Article XXVII: Liability**

1. The commitments and liabilities of the UASAZ are only guaranteed by the association's assets.
2. Working members do not assume any personal liability or obligation to make additional payments for the commitments made by the association.

### **Article XXVIII: Signature**

1. The President and the Treasurer have joint power over the bank and postal accounts of the association, as well as all financial operations within the framework of the decisions by the GA.
2. For any commitment other than financial, particularly pertaining to legal commitments, the President and Secretary have joint legal power (pertaining to the signing of documents).
3. The legal power of the Treasurer and Secretary may be delegated to any other Board member by the Treasurer and Secretary in their respective area of competencies.

## Chapter IX: Dissolution

### **Article XXIX: Dissolution of the Association**

1. The dissolution of the UASAZ can only be pronounced in the GA, by a two-thirds majority of the working members present, and only on the proposal of the Board.
2. Any assets still available after payment of all debts of the association will be handed over to an association or recognized institution of general interest in the canton of Zurich pursuing identical or similar goals. Under no circumstance may the goods be returned to the physical founders or members, nor used for their benefits in whole or in part.

## Chapter X: Closure

### **Article XXX: Translation**

1. In case of a possible translation of the statutes, the English version remains authentic and legally binding.

### **Article XXXI: Approval**

1. For all cases not covered in these statutes, the association relies on Articles 60 et seq. of the Swiss Civil Code.
2. These statutes were entered into force after their approval at the GA on **26 October 2023**.

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President

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Treasurer

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Secretary