

# Statutes



Association

**maisha – The path of life!**

Headquarters in Guemligen, Switzerland

January 30, 2010

## 1. Name and Headquarters

“maisha” is an organization in accordance with Article 60ff of the Swiss Civil Code. Its headquarters are in Guemligen. It is politically neutral.

## 2. Purpose

The purpose of the organization is the creation and the development of projects for (aid) organizations in Africa (especially in Nairobi, Kenya) in the areas of development and cooperation (especially in the areas of basic supplies, health, education and vocation, etc). Additionally, it aims to initiate, support, and facilitate such projects (emphasis is placed on the principle: Helping people to help themselves).

The organization does not pursue a commercial purpose, nor do individual members profit from its work. It does not strive to make a profit. It is exclusively a non-profit organization.

## 3. Financial Resources

In order to achieve its purpose, the organization draws on membership dues, which are determined by the Executive Committee each year and become due at the end of the year. Additionally, the organization may accept all types of donations (donations, legacies, endowments, subsidies, proceeds from fund raisers, sponsorships, contributions from public institutions, etc.).

Funds received are to be used to fulfill the purpose of the organization in accordance with decisions taken during the General Assembly and by the Executive Committee. Additionally, funds may be used to finance the administrative costs of the organization (providing information and advertisement). These costs are limited to a maximum of 20% of the total amount taken in.

## 4. Membership

Active membership with voting rights is available to all individuals and legal entities with an interest in the purpose of the organization.

Passive membership without voting rights is available to all individuals and legal entities if the corresponding membership fee is paid.

## 5. Termination of membership

Membership is terminated

- by individuals through resignation, expulsion or death
- by legal entities through resignation, expulsion or dissolution.

## 6. Termination and expulsion

Resignation of membership is possible at the end of the year. The letter of resignation must be received by the president at least four weeks prior to the ordinary general assembly.

Members can be expelled from the organization without a reason being given. The Executive Committee has the final decision concerning expulsion.

Resigning or expelled members can make no claim on the organization's funds.

## 7. Bodies within the organization

The bodies within the organization are:

- a) the General Assembly
- b) the Executive Committee
- c) the Auditor

Any additional institutions or bodies shall be determined by the Executive Committee.

## **8. General Assembly**

The General Assembly is normally called to meet once a year. The agenda for the meeting is to be submitted at least 20 days prior to the date of the meeting.

The Executive Committee may call an extraordinary meeting of the General Assembly. Additionally, should one fifth of the members submit a written request to the president stating the reason for a meeting, an extraordinary session may be called.

## **9. Responsibilities of the General Assembly**

The General Assembly is responsible for the following tasks, which may not be delegated:

- a) Election of Executive Committee Members
- b) Election of the President
- c) Election of the auditor
- d) Approval of the annual report
- e) Approval of the annual financial statement
- f) Discharge of the bodies within the organization
- g) Adoption of resolutions made by the Executive Committee
- h) Adoption of amendments to the statutes and taking the decision to dissolve **maisha**.

## **10. Voting Rights**

During the General Assembly each member has one vote. Absent members may allow a fellow member to vote in their place by proxy. However, a written authorization is required.

## **11. Decision taking**

Decisions taken during the meeting are to be approved by a majority of votes cast by those present and by those whose vote is authorized to be cast by proxy (see point 10 above).

Should there be a tie, the president will cast the deciding vote.

Amendments to statutes and the dissolution of the organization require a 2/3 majority of the members who are present and those whose vote is authorized to be cast by proxy.

Requests by members, which were not submitted in writing at least 30 days before the meeting, may only be dealt with if 2/3 of the members present and those voting by proxy agree to do so.

## **12. The Executive Committee**

The Executive Committee consists of a maximum of five members

- a) President
- b) Vice president
- c) Secretary
- d) Treasurer
- e) Committee Member

A term of office for members of the Executive Committee is four years. With the exception of the election of the president, the Executive Committee is self-constituting.

### **13. Executive Committee Responsibilities**

The Executive Committee has the following responsibilities:

- a) Management of the Organization
- b) Preparation of the business to be addressed by the General Assembly
- c) Election of Members and all other bodies
- d) Selection of employees for a possible office
- e) Regulation of signatory rights
- f) Monitoring of business administration and the fulfillment of decisions taken by the bodies of the organization.
- g) Acceptance and exclusion of members
- h) Management of the organization's funds
- i) Dealing with all tasks which are not delegated to other bodies within the organization as stipulated by either the statutes or law.

Should the Executive Committee be locked in a tie vote, the president shall cast the deciding vote.

### **14. Auditing**

Auditors shall be elected for a period of 4 years. Audits of the all the accounts shall be conducted and reports are to be given during the General Assembly. Any recommendations are to be made at this time.

### **15. Accounting**

The organization's accounting shall be done according to the commercial standards recognized in Switzerland. The accounting year closes on December 31 and was closed for the first time in December 2008. The organization's accounting year follows the calendar year.

### **16. Head Office**

The rights and responsibilities of employees of a possible Head Office are to be regulated by an employment contract, the business and organizational regulations, and by the special instructions and decision taken by the Executive Committee.

### **17. Liability**

The financial liability of the organization is covered solely by the assets of the organization. Individual members of the organization or the Executive Committee are excluded from any and all personal liability.

### **18. Dissolution of the organization**

Dissolution of the organization shall be carried out according to the law. The mandate of liquidation is to be carried out by the Executive Committee.

Should the organization be dissolved, the assets of the organization are to be given to a public, non-profit, tax-exempt, legal entity or cultural organization, which has its headquarters in Switzerland

**19. Date of Commencement**

These statutes were approved during the founding meeting on November 2, 2007, and came into effect on that date. On January 30, 2010, the headquarters were moved to Bahnhofstrasse 10A, Guemligen, Switzerland.

Guemligen, January 30, 2010

Chairman:

Secretary: