

African Students Association of Zurich
(ASAZ) Articles

Art. 1. Legal form, headquarter, duration

1. The African Students Association of Zurich (ASAZ) is a non-profit organization governed by the present Articles and by Articles 60 et seq. of the Swiss Civil Code.
2. Its headquarters is in Zurich.
3. The Association shall be of unlimited duration.

Art. 2. Purpose

1. The ASAZ is not commercially, politically and religiously motivated.
2. Its main goal is to represent African students at academic institutions of higher education in Zurich.
3. The ASAZ particularly aims to:
 - a. Welcome new African students and facilitate their entry into student life;
 - b. Involve African students in ETHZ and UZH activities (sports, music, cinemas, fairs, ...);
 - c. Bring together students of African origin;
 - d. Present Africa from an African perspective;
 - e. Be a learning environment for those interested in African cultures and issues;
 - f. Organize and facilitate events that promote African scholars and research;
 - g. Organize and encourage events that promote African cultures;
 - h. Increase awareness about Africa and African issues among ETH and UZH students;
 - i. Cultivate friendship and solidarity.

Art. 3. Resources

The sources of revenues of the Association would consist of:

- a. Donations and contributions from donors;
- b. Public and private funding;
- c. Products of the actions proposed by the Board;
- d. Any other resources authorized by Swiss law.

Art. 4. Membership

1. Students, alumni, faculty members, or employees of the higher academic institutions in Switzerland who are connected to or interested in Africa may become members of the ASAZ.¹
2. Membership of ASAZ is on a fee basis.²
 - a. The Board will propose the amount of fee to the members once a year during the annual General Assembly, whereby members will vote for or against the amount proposed.
 - b. If the majority of members votes against, the previous amount of fee will continue to apply and the Board will have rights to represent the motion on the next general assembly for vote.
 - c. In the event of a new application for membership, the designated membership fee shall be remitted within a timeframe of 30 (thirty) days from membership eligibility confirmation.
 - d. In the context of membership renewal, the designated membership fee must be remitted within a timeframe of 60 (sixty) days following the conclusion of the most recent General Assembly.
 - e. In the event that the specified membership fee is not submitted within the stipulated time frame, the membership shall be rendered null and void. Consequently, a new membership application will be requisite in such instances.
3. Membership applications should be sent to the Board by email and should include the name, country of origin, academic position and affiliation, and motivations.
4. The Board decides on the admission or rejection of applicants on the basis of the ASAZ Articles.
5. The list of ASAZ members is annually updated by the Board, which has to ensure that each member has her/his membership renewed if she/he wishes so.
6. Any member who wishes to resign must notify the Board in writing. The termination is effective after confirmation from the Board.

Art. 5. Obligations and rights of members

1. Only members may vote in the General Assembly and be elected into the Board.
2. Each member has one vote in the General Assembly.
3. Members are required to make sure that the purposes of the ASAZ are met and contribute to their implementation.
4. The obligations and rights of a member are annulled by resignation, exclusion, or death.
5. A member who has resigned or is excluded has no right to the assets of the ASAZ and cannot claim refund of any donations or contributions made.

¹ The membership description was changed in the current paragraph after voting on it during the General assembly on 15.12.2023.

² The handling of membership fees was changed in the current paragraph after voting on it during the General assembly on 15.12.2023.

Art. 6. Exclusion of members

1. A member shall be excluded in case of misconduct and unconstitutional practice.
2. The exclusion of a member is pronounced at the General Assembly on the proposal of the Board.
3. The Board must sanction the exclusion.

Art. 7. General Assembly

1. The General Assembly is the supreme organ of the ASAZ. It closes the ongoing financial year and opens the next. It takes all decisions that do not, by law and the present Articles, depend on other bodies of the ASAZ, including the:
 - a. Election of the Board members;
 - b. Yearly appointment of a Control Body;
 - c. Approval of Board annual reports;
 - d. Approval of financial statements;
 - e. Approval of the coming budget;
 - f. Review of any proposals from the Board or a member included in the agenda.
 - g. Decisions on possible amendments to the Articles;
2. The General Assembly convenes once a year. It takes place regardless of the number of present members.
3. Extraordinary General Assemblies may be convened by the Board at the request of at least one fifth of the members or by the decision of the Board.
4. The date of the General Assembly is communicated by the Board at least one month in advance. The agenda is published at least 15 days in advance. All members have the right to make proposals. Proposals should be submitted to the Board at least 20 days before the General Assembly and will be added to the agenda.
5. The Secretary is responsible for writing the protocol of the meeting. It will be sent after the meeting to all the members by email.
6. Before the start of the General Assembly, the Board is responsible for checking the right to vote of those present.
7. All members may attend the General Assembly and are entitled to vote. Vote may be cast directly or through a proxy. A copy of the proxy must be sent to the Board 24 hours prior to the General Assembly.
8. The decisions of the General Assembly are taken by a simple majority. A two-third majority is required for changes regarding the Articles

Art. 8. Board³

1. The Board is the executive body of the ASAZ. It leads the Association under the guidelines of the ASAZ Articles. In particular, the Board:
 - a. Admits new members, rejects applicants, and excludes members;
 - b. Prepares the annual budget;
 - c. Decides on the events to organize or facilitate;
 - d. Ensures the organization and smooth running of events;
 - e. Decides on projects to develop;
 - f. Maintains contact with partners or donors;
 - g. Organizes fundraising;
 - h. Maintains the accounts and submit them to the General Assembly;
 - i. Convenes the General Assembly and sets its agenda;
 - j. Proposes changes to the Articles in the General Assembly;
 - k. Is responsible for the communication with the members.
2. The Board consists of 4 to 5 representatives. It consists at least of a President, a Vice-President, a Treasurer, and a Secretary. The Board meets at least twelve (12) times a year. Each Board representative has one vote. Decisions are taken by a simple majority of the members present. In case of equality of votes, the president has the casting vote. The Board presents a report of its activities to the General Assembly.
3. A member who wishes to be a candidate for the position of President must have been an active member of ASAZ for at least one year to be considered a legitimate candidate.
4. The Board is elected by the General Assembly for a one-year term. The Board representative must be a student and can be re-elected. The Board informs the members at least two months before its mandate expires and calls for candidacy for the next elections. In case a member of the Board cannot serve until the end of their term, the Board may appoint another member for the remaining time. Replacement of President, Vice President, Treasurer and Secretary should be done at an Extraordinary General Assembly convened by the Board. The General Assembly discharges the Board of its obligations to the ASAZ at the end of its mandate.

³ In this paragraph the term "Board members" was changed to "Board representatives" to eliminate the confusion between the association members and the board representatives. The changes were made after voting on it during the general assembly on 18.12.2020.

Art. 9. Control Body

1. An auditor and a deputy are responsible for auditing the accounts and the reports presented by the Board, and then present a report to the General Assembly.⁴
 - a. The auditor may at any time require the production of accounting documents and may check the financial status of the Association.
 - b. The auditor may attend meetings of the Board if they so wish.
 - c. The auditor is authorized to convene extraordinary general meetings accessible to the membership for the purpose of reporting substantial malfunctions.
 - d. The Board shall forward the accounts and the reports 1 (one) month before the General Assembly to the auditor for the latter to examine them.
2. The auditor and the deputy are elected annually by the General Assembly. They may be reappointed. Any member of the Association may be elected with the exception of current board members.

Art. 10. Liability and Signature

1. The commitments and responsibilities of ASAZ are only guaranteed by its assets. Members and the Board are not held liable for commitments made by the Association.
2. The Treasurer and the President have individual authority and access over the bank accounts of the ASAZ for all operations in agreement with the decisions made by the Board. For non-financial commitments, the ASAZ is only bound by signature after a collective decision of the Board or at least of the President, the Vice-President and another member of the Board.

Art. 11. Dissolution

The dissolution of the ASAZ can only be decided by the General Assembly. A two-third majority of the membership is required. The eventual assets remaining after payment of all the debts of the ASAZ will be awarded to an Association or Institution with the same or similar goals. In no case shall the property be returned to the founders or the members, nor used in full or in part to their benefit.

Art. 12. Final Statements

The English version of this document is legally binding. In case of translation of the Articles into other languages, the English text prevails. For all cases not covered by these Articles, the Association relies on Articles 60 et seq. of the Swiss Civil Code.

Art. 13 Entry into force

These Articles shall enter into force on the day following their approval by the General Assembly of members, but not before they have been approved.

Zurich, 21 October 2015

⁴ The description was changed in the current paragraph after voting on it during the General assembly on 15.12.2023 to highlight the auditor's right to report on substantial malfunctions.