

# Encointer Association

## Statutes



*These statutes are translated from the german original.*

### **1 Name and Seat**

Under the name "Encointer" an association exists in the sense of Art. 60 ff. ZGB with Headquarters in Zurich. It is politically and denominationally independent.

### **2 Aim and Purpose**

The purpose of the association is to develop a software enabling a global unconditional basic income for all humans and a unique digital identity with privacy protection.

The association does not pursue any commercial purposes and does not aim for profit. The organs are honorary.

### **3 Funds**

The association has the following means at its disposal for the pursuit of its purpose:

- membership fees
- Subsidies
- Donations and contributions of all kinds

The membership fees are determined annually by the general meeting. The business year corresponds to the calendar year.

### **4 Membership**

Natural and legal persons who support the purpose of the association can become members. Applications for membership are to be submitted to the executive committee; the executive committee decides on admission.

### **5 Lapse of Membership**

The membership expires

- for natural persons, by resignation, expulsion or death.
- in the case of legal persons, by withdrawal, exclusion or dissolution of the legal

Person.

## **6 Resignation and Exclusion**

It is possible to withdraw from the club at any time. The full membership fee is due for the running year. A member can be excluded from the association at any time due to violations of the association's goals. The executive committee makes the exclusion decision; the member can refer the exclusion decision to the general meeting. If a member fails to pay the membership fee despite a reminder, he or she can be automatically excluded by the executive committee.

## **7 Organe des Vereins**

The organs of the association are:

- the general meeting
- the executive committee

## **8 The General Meeting**

The supreme organ of the association is the general meeting. An ordinary general meeting takes place annually in the first quarter. Members are invited to the general meeting at least 10 days in advance in writing, stating the agenda. Invitations by e-mail are valid.

Applications for the attention of the general meeting must be submitted in writing to the executive committee at least 3 days before the general meeting.

The board of directors or 1/5 of the members (at least two members) may at any time demand the calling of an extraordinary general meeting, stating the purpose. The meeting must be held at the latest 12 weeks after receipt of the request.

The general meeting is the supreme body of the association. It has the following irrevocable tasks and competences:

1. approval of the minutes of the last general meeting
2. approval of the annual report of the Executive Board
3. receipt of the audit report and approval of the annual accounts
4. discharge of the executive committee
5. election of the president and the other members of the executive committee and auditors
7. determination of the membership fee
8. approval of the annual budget
9. adoption of the programme of activities
10. adoption of resolutions on proposals of the Executive Board and members
11. amendment of the Articles of Association
12. decision on exclusion of members
13. resolution on the dissolution of the association and the use of the Liquidation proceeds

Every duly convened general meeting has a quorum regardless of the number of members present. The members pass resolutions with a simple majority. In the event of a tie, the chairman has the casting vote. Amendments to the statutes require the approval of a 2/3 majority of those entitled to vote. All members have the same voting rights.

At least a protocol of the resolutions passed must be drawn up.

## **9 The Executive Committee**

The Management Board consists of one or more members. It constitutes itself with exception of the President, who is elected by the General Assembly of the Association. The term of office is 2 years. Re-election is possible.

The executive committee

- manages the current business and represents the association externally.
- issues regulations.
- may set up working groups (specialist groups).
- may, for the achievement of the Association's objectives, appoint persons against an appropriate compensation.

The executive committee has all powers that are not required by law or are transferred to another body in accordance with these articles of association.

The executive committee meets as often as business requires. Each member of the executive board may, stating the reasons

The executive committee meets as often as business requires. Any member of the executive board may, stating the reasons, request the convening of a meeting.

If no member of the Executive Board requests a physical meeting, decisions can be made the circular way (also e-mail).

The executive committee is active in an honorary capacity, it is entitled to remuneration of effective expenses.

## **10 Auditors**

The general meeting elects one or two auditors or a legal auditor for the Person who checks the accounts and at least once a year checks control samples.

The auditors report to the executive committee for the attention of the general meeting.

The term of office is 1 year. Re-election is possible.

## **11 Signatory Powers**

The association is bound by the individual signature of the president or the collective signature of two board members.

## **12 Liability**

Only the assets of the association are liable for the debts of the association. A personal liability of members is excluded.

## **13 Dissolution of the Association**

The dissolution of the association can be decided by a resolution of an ordinary or extraordinary general meeting with unanimity.

In the event of a dissolution of the association, the association's assets will be transferred to a Swiss tax-exempt Organization which pursues the same or a similar purpose. The distribution

of the assets of the association among the members is excluded.

## **14 Entry into Force**

These statutes were adopted at the member assembly on March 2nd 2020 and entered into force on that date.

Date, Place

President:

Alain Brenzikofer