

Départ de Sentier Association

0. Language

English is not an official language of the Swiss Confederation. This translation is provided for information purposes only and has no legal force.

1. Name and Seat

An association within the meaning of Articles 60 et seq. of the Swiss Civil Code ("CC") is hereby created under the name "Départ de Sentier". It is politically and religiously independent.

The Association is created for an indefinite period of time.

2. Purpose

The Association is created to:

- Support open source software for sustainability assessment
- Organize conferences and events on open source software for sustainability assessment
- Promote public engagement and education on sustainability assessment, citizen science, data transparency, sustainability, and open science
- Support active citizen engagement in monitoring, interpreting, and managing personal energy and material use
- Facilitate scientific interchange on open science for sustainability assessment

The Association has no profit purposes. Membership in organs of the association is unpaid.

3. Means

In order to pursue the purpose of the Association, the Association has the following means:

- Membership fees
- Income from own events
- Subsidies
- Income from service agreements
- Donations and grants of all kinds

The membership fees are determined annually by the General Assembly. Honorary members and acting members of the Board are exempt from the membership fee.

The fiscal year corresponds to the calendar year.

4. Membership

Natural and legal persons who support the purpose of the Association can become members.

Persons who have made a special contribution to the Association may be awarded honorary membership by the General Assembly on the recommendation of the Board.

Applications for membership are to be addressed to the Board of Directors; the Board of Directors decides on admission.

5. Expiration of the membership

The membership expires

- for natural persons by resignation, exclusion, or death.
- for legal entities by resignation, exclusion, or dissolution of the legal entity person.

6. Withdrawal and exclusion

Resignation from the Association is possible at any time. The letter of resignation must be sent in writing to the Board at least 2 weeks before the ordinary General Assembly. The full membership fee must be paid for the year in question.

A member may be expelled from the Association at any time for violating the objectives of the Association.

The decision to exclude a member shall be made by the Board; the member may appeal the decision to the General Assembly.

If a member still owes the membership fee after being sent an overdue notice, they can be automatically excluded by the Board.

7. Organs of the association

The organs of the association are:

- the General Assembly
- the Board of Directors
- the Auditor(s)

8. The General Assembly

The highest body of the association is the General Assembly. An ordinary General Assembly is held annually in the spring.

Members are invited to the General Assembly 21 days in advance in writing, stating the agenda items. Invitations by e-mail are valid.

Proposals to the General Assembly must be submitted in writing to the Board of Directors no later than 7 days before the General Assembly.

The Board of Directors or 20 percent of the members may at any time request the convening of an extraordinary General Assembly, stating the purpose of the meeting. The meeting must be held no later than 6 weeks after receipt of the request.

The General Assembly is the supreme body of the Association. It has the following inalienable tasks and competences:

- Approval of the minutes of the last General Assembly
- Approval of the annual report of the Board
- Acceptance of the auditor's report and approval of the annual accounts
- Discharge of the Board of Directors
- Election of the Board of Directors as well as the Auditors
- Determination of the membership fees
- Approval of the annual budget
- Adoption of resolutions on the program of activities
- Adoption of resolutions on motions of the Board of Directors and the members
- Amendment of the statutes
- Decision on exclusion of members.
- Decision-making on the dissolution of the Association and the use of the liquidation proceeds

Any General Assembly duly convened shall constitute a quorum regardless of the number of members present.

Resolutions are passed by an absolute majority of the members.

Amendments to the statutes require the approval of a 2/3 majority of those entitled to vote.

General Assembly minutes shall be recorded and made publicly available.

9. The Board of Directors

The Board of Directors consists of between 3 and 7 persons.

The term of office is 3 years. Re-election is possible.

The board manages the current business and represents the association externally.

It issues regulations.

It can appoint working groups.

It can employ or commission persons for the achievement of the association's goals against appropriate compensation.

The Board of Directors has all competences which are not assigned to another body by law or according to these Articles of Association.

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

Unless a member of the Board of Directors requests oral deliberation, resolutions may be passed by circular letter (including e-mail).

The Board of Directors is in principle active on an honorary basis; it is entitled to reimbursement of effective expenses.

10. The Auditors

The General Assembly elects an auditor who checks the accounts and carries out a spot check at least once a year.

The auditors report and propose to the Board of Directors for the attention of the General Assembly.

The term of office is two years. Re-election is possible.

11. Authority to sign

At least two members of the Board of Directors must sign any legal instrument on behalf of the Association.

12. Liability

Only the Association's assets are liable for the debts of the Association. Members of the Association bear no personal liability.

13. Dissolution of the Association

The dissolution of the Association can be decided by a resolution of an ordinary or extraordinary General Assembly and can be dissolved with a majority of 80 percent of the votes of the members present.

In the event of dissolution of the Association, the assets of the Association shall be distributed to a tax-exempt organization pursuing the same or a similar purpose. The distribution of the Association's assets among the members is excluded.

14. Constitution of the Association

These statutes were adopted at the founding meeting of 01.02.2022 and came into force on that date.

Date, Place: 1.2.2022, 5223 Riniken

The Board:

Christopher L. Mutel

President



Tomás Navarrete Gutiérrez

Vice President



Karin Treyer

Actuary

