

Minutes from the 6th Ordinary General Assembly of Octanis Association

Date and Time: 31. March 2021, 18h00

Place: virtual

Present Members (virtual attendance):

- Beat Geissmann
- Damian Jurkiewicz
- Dominic Stratila
- Guillaume Thivolet
- Alexandre Jann
- Jeroen Buitendijk
- Rachel Aronoff
- Raffael Tschui
- Sam Sulaimanov
- Severin Berz

Chair and minutes: Raffael

Agenda:

- Welcome
- Approval of the minutes of the last ordinary general assembly of September 17, 2019
- Approval of the agenda
- Financial result and balance of 2019/20 and report on our activities
- Discharge of the 2019/20 committee
- Updating of the list of active members
- Vote on change of articles of the association
- Election of the new committee
- Election of the statutory auditors
- Miscellaneous

1 - 3. Welcome, Minutes, Agenda

The minutes from the last general assembly are approved by 8 members, with 2 abstaining.

The agenda is approved by 6 members, with 4 abstaining.

The presentation slides of this general assembly can be viewed here:

https://docs.google.com/presentation/d/1k6RenT5Sp6_uHoMKwZ-S919IKxuemha-GA8-fWiWO7s/edit?usp=sharing

4. Financial result and balance of 2021 and report on our activities

Finances

The financial result can be viewed in more detail on the presentation slides.

Raffael presents the numbers: Overall, 2019/2020 has been a solid year for the association, despite the pandemic as workshops could be held online, drawing in new members through these virtual events. The year has ended with a benefit of 200 CHF. Most expenses are due to the rent payments for the association's atelier. Biggest income sources are project bench rentals and tool usage fees.

The budget for 2021 is expecting a loss of 4000 CHF, however it was created very conservatively based only on income numbers that can be taken for granted.

Projects

- SEM (Scanning Electron Microscope):
 - Beat showcases the current challenges of the SEM and encourages members to contribute to solving them.
- Octopus foundation:
 - Sam presents the latest updates from the Monk Seal Camera project. The team is about to publish a documentary.
- qPCR machine:
 - This is a project at the interface of electronics and biology Sam is currently working on.

Atelier

Sam presents the usage statistics of the atelier's login system. A very clear gap is visible during the 2020 first lockdown.

A new tool will be arriving soon: A Vacuum Forming Machine. It's purchased by the company Octanis instruments and available for all association members to use.

Beat asks: How do you make the mould? → Sam answers: With standard 3D printing.

Rachel asks if the material can be food grade. → Sam answers yes.

Octanis Instruments

Sam shares updates about the company: Octanis Instruments is now also based in Zürich and slowly growing it's team. The association's sister company is involved in various IoT projects and was able to offer several internships over the course of last year.

5. Updating the list of active members

The membership of 54 active members from 2019/20 will be automatically renewed. 2 new members have recently signed up for 2021. The presented membership list has been accepted by 8 members, with the two newly signed up members abstaining.

6. Change of statutes

The board is proposing to modify the articles of the association as follows:

1. Simplify and sharpen the association's goals
2. Remove EPFL-related membership restrictions
3. Remove mandate fees as income source
4. Simplify membership fees
5. Board structure becomes leaner
6. Remove EPFL-related dissolution clause

Raffael presents the amendments in detail (red = parts to be removed, yellow = new parts). The articles are currently in French only, but Raffael explains the essence of each amendment in English:

Art. 3 Buts

¹ L'association a pour buts:

(a - NOUVEAU) Faciliter l'échange entre les personnes intéressés dans les domaines de l'électronique, le prototypage rapide et la fabrication digitale

~~(a) Promouvoir le concept de «rapid prototyp-ing» et de «design thinking» en développant des missions, produits et prototypes par ces approches ou des similaires.~~

(b) Donner à ses membres l'accès aux ateliers de l'association, aux pièces, matériel, outils, à l'imprimante 3D, à la station de soudage et autres pour créer leurs prototypes.

~~(c) Aider ses membres à développer un esprit entrepreneurial.~~

(d) *Redistribuer l'expérience acquise au travers d'ateliers.*

(e) *Contribuer à la communauté «open source» en mettant à disposition des logiciels et de la documentation lorsque c'est possible.*

~~(f) Fournir des activités sur les campus de l'EPFL ainsi que pour d'autres écoles.~~

² L'association est affranchie de toute orientation et rattachement de nature politique ou religieuse.

[...]

Art. 5

~~Les étudiants de l'EPFL, de l'UNIL ou et des autres Hautes Ecoles suisses peuvent être admis comme membre de l'association. D'autres personnes peuvent être admises pour autant que le sociétariat reste composé de 50% d'étudiants de UNIL et EPFL.~~

Chaque personne partageant les valeurs de l'association peut devenir membre.

[...]

Art. 9

Les ressources de l'association sont constituées par les cotisations des membres, les recettes des manifestations organisées par l'association, par les subventions, les parrainages, les dons ou les legs, ~~les recettes tirées des projets que l'association effectue pour des tiers ainsi que par toute autre recette.~~

[...]

Art. 11

La cotisation est de CHF 50.- par année civile.

~~Les cotisations sont comme décrites ci-dessous :~~

~~(a) Membre hors comité: 50.-~~
annuellement

~~(b) Membres du Comité: 100.-~~
annuellement

[...]

Art. 17 Le comité

¹ Le comité est l'organe exécutif de l'association. Il se compose de deux à cinq ~~trois à sept~~ membres, et se constitue par soi-même. ~~dont le président, le vice-président et le trésorier.~~

² Les membres du comité sont élus par l'AG parmi les membres de l'association, pour une durée d'un an renouvelable. Au moins l'un d'entre eux doit, si possible, avoir été membre du comité lors du dernier mandat.

[...]

Art. 23

¹ En cas de dissolution de l'association, le mandat de liquidation revient au comité en fonction.

² ~~L'actif net disponible est entièrement versé à une association d'étudiants ayant des buts similaires à ceux de l'association, choisie en accord avec l'EPFL.~~

Reactions

- One member is very happy about the proposed changes of the association's goals, especially the removal of the keyword "entrepreneurship".
- Several members point out that there may be laws requiring a minimum number of board members. Another member suggests that there may have to be a fixed set of board member roles (e.g. treasurer, vice-president, president), but that multiple roles may be held by one person. Another member quickly does an online research and finds that there seem to be no such legal requirements.

Raffael concludes that the vote on the statutes will give the board the authorization to change the statutes as proposed, except for any legal requirements that need to be checked.

- Some present members find that removing EPFL/UNIL-related clauses is an opportunity to broaden the association's membership base and to build a presence in Zürich, where many current and former members have moved to.

Vote

The proposed changes of the association's articles have been accepted unanimously.

7. Discharge of the committee

This vote is about approving the board's work in the past year. Before the vote, Raffael presents the written statement of the statutory auditors who have verified the accounting documents, profit & loss statement and the balance sheet prior to the general assembly.

7 members vote in favour, 3 members abstain.

8. Election of the new board

Raffael thanks Quentin for his service as board member during 5 years, since the foundation of the association.

Currently still on the board and standing for re-election are Sam and Raffael. Those members who would like to join the board should commit for at least one year of participating in a monthly meeting (1h) and either join/lead a project in the association or fill a specific role of the board.

Guillaume is motivated to become part of the board and stands for election.

The three new board members have been elected by 7 present members, with 2 abstaining.

9. Election of the statutory auditors

Jeroen, who has been an auditor previously, presents the role of this post to all members.

Beat and Jeroen then again are proposed to be the association's statutory auditors for the year 2021. They are elected with 7 votes and 3 abstaining.

10. Miscellaneous


The General Assembly will be followed by an informal presentation round for the new and old members to get to know each other.

Closing

The General Assembly is closed at 19:00.



Sam Sulaimanov



Raffael Tschui

Octanis Association, Ecublens, 31. March 2021.