

# **EquipSent**

## Articles

### **Art. 1** Legal form, headquarter

1. **EquipSent** is a non-profit organization governed by the present articles and by Article 60 - 79 of the Swiss Civil Code.
2. The association is domiciled in Zurich, Switzerland.

### **Art. 2** Purpose

1. **EquipSent** is not commercially, politically, religiously, gender or ethnically motivated.
2. Its main purpose is to organize the logistics around equipment transports between countries. More specifically, **EquipSent** aims to supply schools and universities, educational, research and other institutions in need of but with lack of funding for appropriate scientific equipment with out-of-use but functional equipment from other universities, companies and other institutions having these in excess, to reduce the barriers to education and scientific research and in less developed places in the world.
3. It mainly aims to:
  - provide a platform for both suppliers for and entities in need of such equipment
  - find out-of-use but functional equipment, which is a burden to the owner
  - find out-of-use but functional equipment, which is useful for other institutions
  - establish the link (“matching”) between the previously mentioned two by helping with de-inventorization, shipping, installation of the equipment
  - keep track of past equipment transfers in order to evaluate impact and inform future case management, suppliers and other partners.

### **Art. 3** Resources

1. 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. Natural and juristic persons supporting the association's purpose can become full or associate members of the association.
2. The Board decides on the admission or rejection of membership applications.
  - a. Full membership applications should be sent to the Board and should at least include the name, contact information and academic or professional affiliation if available.
  - b. For associate members there are no formal requirements.
3. Only full members have the rights to vote and to nominate and elect candidates in the general assembly.

**Art. 5 Termination of Membership**

1. Membership for natural persons ends upon death, resignation or being removed.
2. Membership of juristic persons ends upon resignation, being removed or dissolution of the juristic person.
3. Resignation can be handed in at any time under observance of a 2 weeks notice period.
4. The board can decide on excluding members. Excluded members can appeal to the general assembly.

**Art. 6 Corporate Bodies**

1. The corporate bodies of the associations are
  - a. the general assembly;
  - b. the board;
  - c. the auditor(s).

## General Assembly

**Art. 7 Powers**

1. The general assembly is the supreme body of the association.
2. The general assembly performs the following non-delegable tasks:
  - a. Elect the board members
  - b. Elect the auditor(s)
  - c. Approve the annual report of the association
  - d. Approve the annual financial statement
  - e. Adopt and amend the articles of the association
  - f. Decide on motions brought up by members of the association
  - g. Decide on appeals from removed members.
3. Full members who are not available to join the general assembly in person can participate through electronic channels without voiding their right to vote.
4. Every correctly organized general assembly can take decisions, independent of the number of members present.

**Art. 8 Organization**

1. An ordinary general assembly, at least deciding on Art. 7.2 a-d, takes place every year.
2. The date and time of the assembly is announced to all members at least 2 weeks prior by the board.
3. Upon request by the board or at least 20% of all full members an extraordinary general assembly will be held. The assembly is organized by the board within 1 month of receiving the request.
4. The general assembly is chaired by the president of the association or in his/her absence by another member of the board.

**Art. 9 Voting and Elections**

1. Each full member possesses one vote, which is not transferable.
2. All decisions and votes are passed by simple majority of the present full members with exception of alterations to the association's articles, which requires the absolute majority of all present full members.
3. Votes are cast openly, unless any member asks for a hidden vote.
4. If no more candidates than seats are available in an election, multiple elections can be grouped into a single vote, unless any member asks for a separate vote per candidate.
5. The chairperson of the meeting will have the casting vote.

**Art. 10 Motions**

1. Any member of the association can bring up motions to be decided upon by the general assembly.
2. Motions should be submitted in written form at least 1 week prior to the general assembly.

## The Board

**Art. 11 Constitution**

1. The board consists of the following members
  - a. The presidency of the association
  - b. At least 3 additional members.
2. The board constitutes itself with the exception of the presidency.
3. Board members are elected from the full members by the general assembly for a term of one year. Re-election is possible.
4. Board members work in an honorary capacity.

**Art. 12 Responsibilities**

1. The board leads the association and represents it towards third parties.
2. The board's tasks include:
  - a. Organizing the general assembly
  - b. Manage and control the association's finances

- c. Coordinate the work of the association
- d. Regularly inform all members about important activities
- e. Propose candidates for upcoming elections
- f. Other tasks, not explicitly delegated to other bodies.

**Art. 13 Board Meetings**

1. Board meetings are called by the president, whenever a board member deems it necessary and at least once every 6 months.
2. Board members who are not available to join the meeting in person can participate through electronic channels without voiding their right to vote.
3. The president, or in his absence the vice president, chairs the board meetings.
4. Decisions are taken by simple majority.

Auditors

**Art. 14 Auditors**

1. The general assembly elects 1-2 people or a juristic person to check the association's accounting.
2. The accounting is checked at least yearly.
3. The auditor(s) report directly to the general assembly.
4. Auditors are elected for one year. Re-election is possible.

**Art. 15 Liability**

1. The Association's financial obligations can be satisfied only from its assets.

**Art. 16 Dissolution and Liquidation**

1. The dissolution of the association can be decided by the general assembly with absolute majority.
2. The eventual assets remaining after payment of all the debts of the association will be awarded to a Swiss tax-exempt Association or Institution with the same or similar goals.

**Art. 17 Entry into Force**

These articles entered into force on the general assembly May 6, 2020.

Zurich, 6 May 2020

On behalf of the members:

(President, Vice President)