



STATUTES OF ASSOCIATION

Association WDS

Women in Digital Switzerland

Note: The legally binding statutes for the Association are those in French, from which this is a translation for guidance only.

Name, objectives and Headquarters

Art. 1

Women in Digital Switzerland (WDS) is a non-profit association governed by these statutes and by Articles 60 et seq. of the Swiss Civil Code.

Art. 2

The Association's objectives:

- create a community of women working in the digital domain in Switzerland and bring them together around a common language, English.
- to put in place events or any other project enabling these women and their male counterparts to
 - Meet;
 - Share knowledge;
 - Inspire or be inspired;
 - Find new opportunities;
- develop a center of expertise in the field of digital technology in Switzerland;
- facilitate access by women in the digital field to the roles of speaker in conferences in Switzerland and to decision-making positions in companies.

Art. 3

The headquarters of the Association is the residence of the acting Secretary General.

Women in Digital Switzerland (WDS)

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www.womenindigitalswitzerland.com

Organization

Art. 4

The Association includes the following organs:

- the General Assembly;
- Committee;
- Auditor.

Art. 5

The resources of the Association shall consist of the regular or extraordinary contributions of its members, gifts, or bequests, proceeds from the activities of the Association and, where appropriate, government grants.

The fiscal year begins on January 1 and ends on December 31 of each year.

The association's commitments are guaranteed by its assets, excluding any personal liability of its members.

Members

Art. 6

All persons or organizations interested in the achievement of the objectives set out in art.2 (above)

Within its means, the Association intends to produce a newsletter for members and close associates of the Association.

Art. 7

The Association is composed of:

- individual members;
- group members;

Art. 8

Applications for admission are addressed to the Committee. The Committee shall admit the new members and inform the General Assembly accordingly.

Art. 9

Membership ends through:

- (a) resignation. The contribution for the year remains due.
- (b) exclusion.

The exclusion is the responsibility of the Committee. Before the exclusion, the member concerned shall have the right to appeal in person or in writing. An exclusion decision is not subject to appeal.

(c) Repeated non-payment of contributions (two years).

The Committee may make an exclusion on just grounds.

The Committee may also make an exclusion without stating the reason. An exclusion imposed on a statutory ground of exclusion, as well as without a statement of reasons, may not give rise to any legal action.

General Assembly

Art. 10

The General Assembly is the supreme power of the Association. It includes all members of the Association.

Art. 11

The General Assembly:

- adopts and amends the statutes;
- elects the members of the Committee for a period of two years. The members of the Committee and the Chairperson shall be eligible for re-election not more than four times;
- elects Auditors;
- adopts the program of activities of the section proposed by the Committee;
- approves the Association's accounts;
- takes a position on other items on the agenda:

The General Assembly may seize or be seized of any object that it has not entrusted to another body.

Art. 12

Meetings shall be convened by e-mail at least 20 days in advance by the Committee. The Committee may convene extraordinary general meetings as often as necessary. Members are required to keep their contact information (email) up to date and are responsible for the correct receipt of email summonses.

Art. 13

The Assembly shall be chaired by the Chairman or other member of the Committee.

Art. 14

Decisions of the General Assembly shall be taken by a simple majority of the members present. In the event of a tie of votes, that of the President shall prevail.

Art. 15

Voting takes place by a show of hands. At the request of at least 10 members, they shall be held by secret ballot. There is no proxy vote.

Art. 16

The Assembly shall meet at least once a year on convocation by the Committee in the place and city of its choice.

A General Assembly may be convened at any time, if one fifth of the members so request in writing.

Art. 17

The agenda of this annual meeting (so-called ordinary) must include:

- the Committee's report on the activities of the Association during the past year;
- Treasury and Auditor reports;
- the election of the members of the Committee and the Auditors;
- individual proposals.

Art. 18

The Committee is required to bring to the agenda of the General Assembly (ordinary or extraordinary) any proposal of a member submitted in writing at least 10 days in advance.

Art. 19

The Special General Assembly shall meet upon convocation by the Committee.

Committee

Art. 20

The Committee implements the decisions of the General Assembly. It leads the Association and takes all necessary measures to ensure that the objectives are met. The Committee shall rule on all matters not expressly reserved for the General Assembly. The Committee shall take its decisions by a majority vote. In the event of equality of votes, that of the President shall prevail.

Art. 21

The Committee shall consist of at least three members, appointed for two years by the General Assembly. They are eligible for re-election four times. The Committee shall form itself. It meets as many times as the affairs of the Association require.

Members of the Association Committee shall work on a voluntary basis, subject to reimbursement of their expenses.

Art. 22

The Association is legally bound by the joint signature of two members of the Committee.

Art. 23

The Committee is responsible for:

- taking appropriate measures to achieve the objectives;
- convening ordinary and extraordinary general meetings;
- making decisions on the admission and resignation of members and exclusions;
- ensuring the application of the statutes, draft regulations and administering the assets of the Association.

Supervisory Body

Art. 26

The Board of Auditors shall audit the financial management of the Association and submit a report to the General Assembly. It consists of two auditors elected by the General Assembly.

Dissolution

Art. 27

The dissolution of the Association shall be decided by the General Assembly by a two-thirds majority of the members present. In the event of dissolution, the remaining assets will be handed over to a Swiss institution which has similar objectives. It is exempt from tax because of its public service objectives. It may also be allocated to the Confederation, cantons, communes and their establishments.

Art. 2

For any dispute concerning the Association, the legal base is in Lausanne. These statutes were adopted by the constituent assembly of 23 February 2016 in Geneva.

Taissa Charlier
President

Kelly Hungerford
Vice President

Natacha Gajdoczki
Secretary General