



AMAZIMA ASSOCIATION

Articles of Association

dated March 1, 2024

Amazima Articles of Association

1. Name and registered office

- 1 Under the name *Amazima* there is an association within the meaning of Art. 60 et seq. of the Swiss Civil Code.
- 2 The association has its headquarters at the respective residence of a co-president.

2. Purpose

- 1 The Amazima association aims to support the Uganda-based and registered charity "Kigezi Orphans Projects", which is committed to improving the educational opportunities and living conditions of orphaned children in the Kigezi region of Uganda and the communities based there, in particular through Mobilization of financial and human resources for the project goals and activities pursued by this charity among individuals and organizations in Switzerland and other countries. In consultation with the charity "Kigezi Orphans Projects", he can also provide support services for other charities that pursue similar purposes to this one.
- 2 The association does not pursue profit-making purposes and does not seek to make a profit.
- 3 It is politically and religiously neutral.

3. Funds

The association procures its funds through:

- Membership fees
- Patrons' contributions
- Donations and grants

4. Membership

- 1 Any natural or legal person can become a member of the association. Applications for admission must be addressed to the Board of Directors. The board of directors decides on admission.
- 2 The members of the association have to pay a one-time fee of CHF 1,000.00 (upon admission) as well as an annual membership fee. The amount of the annual membership fee is determined by the General Assembly.
- 3 It is possible to leave the association at any time. It must be made by means of a written notification to the Board of Directors.
 - 4 The Board of Directors can exclude members from the association at any time without giving a reason. The members concerned must be notified of the exclusion in writing. It is effective immediately.
 - 5 The exclusion can be challenged within 30 days with a complaint to the attention of the next General Assembly. The appeal has no suspensive effect.
 - 6 Departing and expelling members are neither entitled to the association's assets nor to a pro rata refund of the annual membership fee. Outstanding membership fees for the current association year remain due.

5. Governing bodies of the association

1 The governing bodies of the association are:

- the General Assembly
- the regular Board of Directors
- the extended Board of Directors
- the auditors

2 The term of office of the members of the Board of Directors and the auditors is one year. Re-election is possible. The person takes office immediately after the ordinary General Assembly.

3 The organs of the association work on a voluntary basis.

6. General Assembly

1 The General Assembly is the supreme body of the association. It has the following powers:

- Establishment and amendment of the Articles of Association
- Determination of the annual membership fee
- Election and removal of the Board of Directors
- Election and deselection of auditors
- Approval of the annual financial statements and the auditor's report
- Discharge of the members of the Executive Board
- Decision on the annual budget
- Handling of complaints against expulsions from the association

2 The Annual General Meeting takes place annually in the first quarter. It is convened by the Board of Directors. The meeting must be convened in writing at least 20 days before the day of the meeting, stating the subjects of the meeting.

3 One-fifth of the members may request the Board of Directors to convene an extraordinary meeting of members at any time, stating the items to be discussed.

4 Unless otherwise stipulated by law or the Articles of Association, the General Assembly passes its resolutions by a majority of the votes cast. In the event of a tie, the Board of Directors shall cast the casting vote. The written consent of all members to a motion is equivalent to a resolution of the General Assembly.

5 In the case of elections, the first round of voting is decided by an absolute majority of the votes cast. If this is not achieved, a second round of voting will take place, in which the relative majority of the votes cast will decide. In the event of a tie after the second ballot, the decision is made by drawing lots.

7. Regular Board of Directors

1 The Regular Board of Directors consists of a minimum of two and a maximum of seven members. With the exception of the presidents, it is self-constituted.

2 The Regular Board of Directors can pass resolutions on all matters that are not assigned to the General Assembly according to the law or the Articles of Association. It leads the Association and represents it externally.

3 The Presidents convenes meetings of the Regular Board of Directors as often as business requires.

4 The Regular Board of Directors passes its resolutions by a majority of the votes cast. Circular resolutions may be passed if no member of the Regular Board of Directors is required to provide oral advice.

8. Extended Board of Directors

- 1 The Extended Board of Directors consists of the regular board, supplemented by at least two, at most four members from the board of the Ki-gezi Orphans Project.
- 2 The members delegated from the Board of the Kigezi Orphans Project only assume the supervision and accountability duties established within the framework of the cooperation, but are not part of the day-to-day business of the *Amazima* association.
- 3 The Extended Board of Directors holds meetings regularly (at least once a year), at agreed dates, via jointly defined communication channels, in order to discuss the key topics of cooperation.

9. Auditors

The General Assembly elects two auditors. The auditors are responsible for monitoring the accounts of the Board of Management. They report to the General Assembly and recommend that the annual accounts be accepted or rejected.

10. Liability

Only the association's assets are liable for the association's liabilities. Any personal liability of the members is excluded.

11. Amendment of the Articles of Association

The amendment of the statutes requires the approval of two-thirds of the votes present at the General Assembly.

12. Dissolution of the association

- 1 The association will be dissolved if two-thirds of the members present at a meeting specially convened for this purpose decide to do so. Articles 77 et seq. of the Swiss Civil Code are reserved.
- 2 In the event of the dissolution of the association, the association's assets will be transferred to another tax-exempt legal person based in Switzerland for public and charitable purposes.

13. Coming into force

These Articles of Association. were adopted at the founding meeting on 1 March 2024 and entered into force on this date.

14. Signing

Sumiswald, March 1, 2024

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 Micha Bärtschi,
 Director Amazima Association

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 Jürg König,
 Director Amazima Association