

European Mentoring & Coaching Council (EMCC) Switzerland

Articles of Association

Preamble

The term "member" refers to both male and female persons.

1. Name, registered office and purpose

Article 1 - Name and registered office

An association within the meaning of Article 60 ff. of the Swiss Civil Code exists under the name of European Mentoring & Coaching Council (EMCC) Switzerland, hereinafter referred to as "EMCC - Switzerland"; its registered office is in 8098 Zurich.

Article 2 - Purpose

EMCC Switzerland sees its task as promoting the professional image of the coach and the mentor and professionalising tried-and-tested approaches in coaching and mentoring.

This should be done in a mutual learning approach. EMCC Switzerland therefore sees itself as a platform that supports and promotes coaches and mentors and integrates organisations, companies and public and academic institutions in the learning process to this end.

2. Membership

Article 3 - Start

Membership starts with the acceptance of a request to join by the Executive Board. The Executive Board can reject any request to join without stating reasons; its decision is final.

Article 4 - Types of membership

- a) Individual membership: practitioners, coaches, mentors, trainers, supervisors, advisers, managers and other individuals with an interest in coaching and mentoring
- b) Membership by organisations, companies and public and private institutions.
- c) Membership by educational and research institutions.

Article 5 - End of membership

It is possible to leave the Association at any time. The Executive Board must be informed in writing at least (30) days before the end of a calendar year that the member is leaving. The member must fulfil its financial obligations by this date.

The Executive Board can exclude a member if

- a) the member is endangering the reputation or important interests of the Association, or
- b) for other good cause.
- c) An excluded member can lodge an appeal in writing for the attention of the General Meeting within (10) days of learning about the exclusion. The General Meeting will make the final decision on this at the next General Meeting.

Membership expires if a member does not pay the annual fee within the payment term set in the second reminder.

Members who have been excluded or have left are not entitled to the Association's assets. Membership fees still fall due in accordance with the length of membership.

Anyone who financially damages the Association remains is still liable for the damage.

3. Organisation

Article 6 - Bodies

The Association's bodies are

- a) the General Meeting
- b) the Executive Board
- c) the Auditors

Article 7 - General Meeting

The General Meeting is the highest body of the Association. Ordinary General Meetings take place annually.

Extraordinary General Meetings can be convened upon a resolution of the Executive Board.

Invitations to General Meetings are sent to members at least 30 days in advance and must state the agenda.

Motions can be submitted to the Executive Board in writing up to no later than 14 days before the General Meeting.

Article 8 - Chair and minute taking

The General Meeting must be chaired by the President or Vice President. The Secretary takes the minutes of the meeting, which will include the resolutions held and other matters that have been determined.

Article 9 - Passing resolutions and casting vote

Each member who is eligible to vote has one vote.

The Association's resolutions are passed with a simple majority of the votes of those eligible to vote who are present; abstentions will be disregarded. In the event of a tie, the Chair will cast the deciding vote.

Motions to change the Articles of Association must be submitted to the Executive Board in writing no later than 14 days before the General Meeting.

Elections and votes are carried out by show of hands unless the majority of members eligible to vote who are present have requested a secret ballot.

The members of the Executive Board do not have the right to vote on resolutions on the discharge of the executive bodies.

Article 10 - Powers

The General Meeting has the following powers:

Elect the members of the Executive Board and the Auditors.

Approve the audit report and the annual accounts.

Declare a discharge to the executive bodies.

Approve the annual change of membership fees proposed by the Executive Board or amend the Articles of Association.

Article 11 - Executive Board

The Executive Board consists at least of the President, the Vice President, the Secretary and the Treasurer.

The term of office is three years, after the end of which all the members of the Executive Board may stand for re-election. Members of the Executive Board elected during a term of office will complete the term of office of the members in whose place they have been elected. The Executive Board will constitute itself.

Members of the Executive Board who want to resign must send a written statement to that effect to the Executive Board as of the end of the year.

The Executive Board can be convened by the President at any time and is quorate if at least half its members are present. It monitors compliance with the Articles of Association, manages Association matters, carries out the Association's resolutions and represents the Association externally.

The President, or, if this is not possible, the Vice President, chairs the General Meetings and Executive Board meetings.

The Secretary takes minutes of Executive Board meetings and General Meetings. The Secretary handles correspondence with the members.

The Treasurer manages the Association's finances, submits accounts to the Executive Board annually and is responsible for cash management.

Article 12 - Audit

The Executive Board proposes the Auditors to the General Meeting for election. The auditing body consists of two people. They audit and verify the inventory, accounts, bookkeeping, supporting documents and account balances and submit a written audit report on the annual accounts and the findings of the auditing.

4. Finances

Article 13 - Income

The Association EMCC Switzerland's income consists of:

- a) membership fees
- b) income from events
- c) interest income
- d) income from services
- e) sponsors

Article 14 - Membership fees

Every member pays an annual fee by the end of March each year.

The membership fee is an annual fee for the current association year.

The amount of the membership fee is proposed by the Executive Board and decided by the General Meeting.

Article 15 - Closing of the accounts

The association year corresponds to the calendar year. The accounts are closed on 31 December of each year.

Article 16 - Liability

Only the Association's assets are liable for the Association EMCC Switzerland's liabilities; neither the members nor the Association have any personal liability for the association's liabilities.

5. Final provisions

Article 17 - Insurance

EMCC Switzerland is not liable for accidents, property damage or liability claims of third parties that may arise in the exercise of the Association's activities.

The members must insure themselves accordingly. Article 18

- Liquidation

The liquidation of the Association can be decided by the General Meeting if three quarters of members eligible to vote are present and a majority of three quarters of the members eligible to vote who are present so decide.

If fewer than three quarters of all members eligible to vote participate in the General Meeting, a second General Meeting must be held within one month. At the meeting, a decision on the liquidation or continued existence of the Association will be made on the basis of a simple majority of those eligible to vote who are present.

Article 19 - Entry into force

These Articles of Association enter into force on the day of the Founding Meeting by being adopted by the members present.

Approved by the Founding Meeting of 13 July 2004. Version revised by the General Meeting on 24 September 2007 in an amendment to the Articles of Association.

Zurich, 24 September 2007
The President

The Secretary