

# **Articles of Association**

## **of the**

### **Swiss Surfing Association (SSA)**

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#### **Article 1: Name and Registered Office**

The Swiss Surfing Association (hereinafter referred to the "Association" or "SSA") was founded in Verbier in 1990 pursuant to the Articles 60 ff. of the Swiss Civil Code (ZGB).

The Association's registered office is located at the domicile of the President in place.

#### **Article 2: Purpose of the Association**

The purpose of the Association is to represent the interests of the surfers of Switzerland, promote surfing in Switzerland and encourage contacts with appropriate associations and businesses domestically and abroad. SSA, amongst others,

- represents the common interests of the Swiss surf community;
- organizes the surfing championships
- serves as a link to the surf industry located in Switzerland
- takes positions on Swiss surfing issues
- promotes the recognition of surfing within the administration, the authorities and the broader Swiss public

SSA may draft and publish press releases and/or other publications.

#### **Article 3: Membership in the Association**

The following may be accepted as full members of SSA:

- Individuals residing in Switzerland or abroad interested in surfing; individuals can either be active or passive members
- Corporations with registered offices in Switzerland or abroad linked to the surfing industry or linked to surfing in general
- Associations in Switzerland or abroad representing surfers, the surfing industry or linked to surfing in general

An application to become a member of SSA may be submitted at any time. The membership application must be submitted by email or through the application form on the website of SSA. SSA may further request information and documents in writing. The Association Assembly decides on the acceptance of new members.

People with special contributions to the benefit of the association may be appointed honorary members. They enjoy the same rights of membership, but are released from the ordinary duties to the association. The Board presents recommendations to the Association Assembly. The Association Assembly approves the nomination.

#### **Article 4: Language and communications**

The official language of the SSA is English. SSA further may, at its own discretion, communicate in German, French and Italian.

All communications (including official communications, e.g. invitations to the Association Assembly, and non-official communications) to its members are made through website of the SSA [www.waveriding.ch](http://www.waveriding.ch), which is the official information platform of the Association. Additionally communications can be done by way of e-mail and/or regular mail.

#### **Article 5: Association Bodies**

The Association is comprised of the following bodies:

- Association Assembly
- Executive Board (hereinto referred to as the "Board")
- Head Office, if any

#### **Article 6: Association Assembly**

The Association Assembly is the supreme institution of the Association. It is comprised of all members of the Association. Every active member has one vote. Passive members, corporations and associations are entitled to express their views, but do not possess voting rights.

The Association Assembly is responsible for:

- Amending the Articles of Association
- Approving of annual report and annual accounts
- Electing the Board
- Discharging the members of the Board
- Accepting members
- Establishing annual membership fees
- Dissolving the association

The general Association Assembly convenes annually at the invitation of the Board, preferably in the first quarter of each calendar year. Upon decision of the Board, the Association Assembly takes place either in Switzerland or abroad during the Swiss surfing competition.

Extraordinary Association Assemblies may be convened at the resolution of the Board or at the request of one fifths of the members.

The invitation period for the ordinary and extraordinary Association Assembly is 4 weeks. The agenda must be included in the invitation.

Resolutions are passed when a simple majority of the members present and eligible to vote so vote. The President casts the deciding vote in the event of a tie.

Guests may also be invited to the Association Assembly.

## **Article 7: The Board**

The Board represents the Association. The members of the Board sign with joint signature at two.

The Board consists of the President and at least 2 members. The Board is limited to 5 members. The board elects a vice president from among its ranks.

The Board is elected for a term of two years. Members of the Board are eligible for unlimited terms of office.

The Board shall convene at the invitation of the President as often as the conduct of business requires. In addition, two Board members may demand that the Board be convened.

Representatives of the members, members and/or guests may be invited to the board meetings.

Resolutions are passed with a simple majority of those present. The President has a casting vote.

Resolutions can further be taken by way of circular resolution (mail, fax, e-mail), provided that all members of the Board participate.

Minutes shall be taken of Board meetings.

## **Article 8: Duties of the Board**

The Board is responsible for all the duties that are not assigned to another body by law or by the articles of association.

In particular, the Board has the following duties.

- General management of the Association
- Establishment of the rules applicable to the Swiss surfing championships and to the participation of Swiss surfers to international championships (including fees)
- Establishment of other general terms and conditions
- Establishment of annual report and annual accounts
- Establishment of a budget
- Establishment of proposals regarding annual membership fees
- Representation of the Association with third parties
- Creation of a Head Office

## **Article 9: Head Office**

The Association can maintain a head office for the purpose of fulfilling the duties and obligations incumbent upon it. The head office, if any, shall attend to the conduct of current business, ensure the Association's infrastructure, and assist the Board in their work.

The Board can delegate its functions to the Head Office and/or to particular members of the Head Office. The Board can issue general terms and conditions regarding the delegation of its functions to the Head Office.

## **Article 10: Fees and Liability**

The Association collects fees from its members to defray its expenses. The Members of the Board are exempted from the obligation to pay a fee.

Annual membership fees are paid in advance for the upcoming calendar year. Joining members pay the full annual fee.

The association's assets are solely liable for SSA obligations. Individual members are precluded from personal liability for association obligations.

## **Article 11: Entry into Force and Amendment of the Articles of Association**

1. These Articles of Association shall enter into force as of June 8, 2006 and shall supersede the previous articles of association.
2. Any amendment to these Articles of Association shall require a 2/3 vote of all members present.

Revised at the annual general meeting of July 5, 2007

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