



Statutes

of the Association

Ukraine Recovery Aid

based in Lenzburg (AG), Switzerland

Article 1 – Name and Registered Office

Under the name

Ukraine Recovery Aid (URA)

an association within the meaning of Articles 60 et seq. of the Swiss Civil Code (ZGB) exists, with its registered office in Lenzburg (AG), Switzerland. It is politically independent and religiously neutral.

Article 2 – Purpose and Objectives

The purpose of the association is to provide humanitarian aid and support the reconstruction efforts in Ukraine. In addition, it promotes intercultural exchange between Switzerland and Ukraine. To achieve these objectives, the association organizes targeted events and projects. In doing so, it works closely with international organizations, government agencies, and other charitable initiatives in Ukraine and Switzerland.

The association pursues exclusively charitable purposes and does not seek profit or self-help objectives. Its governing bodies operate on a voluntary basis.

Article 3 – Resources

To achieve its purpose, the association may use the following resources:

- Membership fees
- Proceeds from events, fundraising activities, association assets, and service agreements
- Donations, gifts, legacies, etc.
- Subsidies, etc.

Membership fees are determined annually by the Board. Honorary members, serving Board members, and Advisory Board members are exempt from paying membership fees. The fiscal year corresponds to the calendar year.

Article 4 – Membership

Individuals and legal entities who support the association's objectives may become members. The types of membership are:

- Individual members
- Collective members
- Sponsoring members

All members are entitled to vote at the General Assembly.

Persons who have made outstanding contributions to the association may be awarded honorary membership upon recommendation of the Board and decision of the General Assembly. Honorary members do not have voting rights.

Membership can be granted at any time. Applications must be submitted to the Board, which makes the final decision.

Article 5 – Termination of Membership

Membership ends:

- For individuals: upon resignation, expulsion, or death
- For legal entities: upon resignation, expulsion, or dissolution of the entity

Article 6 – Resignation and Expulsion

Resignation from the association is possible at any time by notifying the Board. The full membership fee for the current year remains payable.

The Board may expel any member who acts contrary to the interests of the association. Expulsion requires a majority decision by the Board.

An expelled member may appeal the Board's decision within 30 days of written notification by submitting the appeal to the Board. The General Assembly makes the final decision by a majority of one vote more than half of the attending members.

Members who fail to pay their membership fees despite a reminder may be expelled by the Board without further ado.

Article 7 – Governing Bodies

The governing bodies of the association are:

- a) The General Assembly
- b) The Board
- c) The Auditors

Article 8 – The General Assembly

The General Assembly is the highest authority of the association. It convenes annually within six months after the end of the fiscal year.

In justified exceptional cases, the Board may permit decision-making via electronic voting platforms or in writing.

Members are invited to the General Assembly at least 21 days in advance, specifying the agenda items. Invitations by email are valid.

Motions for additional agenda items must be submitted to the Board in writing and with justification at least 14 days prior to the General Assembly.

The Board or 1/5 of the members may request an Extraordinary General Assembly at any time, specifying the purpose. The meeting must take place within 10 days of receipt of the request.

The General Assembly has the following non-transferable responsibilities: a) Approval of the previous meeting's minutes

b) Approval of the Board's annual report

c) Receipt of the auditor's report and approval of the financial statements

d) Discharge of the Board

e) Election of Board members and the auditors

f) Acknowledgement of membership fees

g) Acknowledgement of the annual budget

h) Acknowledgement of the activity program

i) Decisions on motions from the Board and members

j) Amendments to the statutes

k) Decisions regarding the expulsion of members

l) Decision on the dissolution of the association and the use of its assets

Any properly convened General Assembly is quorate regardless of the number of members present. Decisions are made by a simple majority of votes cast.

In the event of a tie, the Chairperson has the casting vote. Amendments to the statutes require a 2/3 majority of the members present.

A member may be represented by another member with a written proxy.

All decisions must be recorded in minutes.

Article 9 – The Board

The Board consists of at least 3 members. The term of office is 1 year, with re-election possible.

The Board manages the day-to-day affairs and represents the association externally.

It may issue regulations, establish working groups (specialist groups/advisory boards), and hire or commission individuals against appropriate remuneration to achieve the association's goals.

The Board holds all powers not reserved by law or these statutes to another body.

It constitutes itself and meets as often as business requires.

Any Board member may request a meeting by stating reasons.

If no Board member requests verbal discussion, decisions may be made via circular resolution (including email).

The Board serves on a voluntary basis but is entitled to reimbursement of actual, regulated expenses.

The Board's duties include:

- Preparation of the General Assembly
- Execution of decisions made by the General Assembly
- Decision on membership admissions and expulsions
- Preparation of the budget and financial statements
- Management of association assets
- Activities aimed at fulfilling the association's purpose

Article 10 – The Auditors

The General Assembly elects an auditor (individual or legal entity) to audit the accounting records and conduct at least one random audit per year.

The accounts are closed annually.

The auditors report to the Board for presentation to the General Assembly.

The term of office is 2 years, with re-election permitted.

Article 11 – Authorized Signatures

The Board determines the signing authority for legally binding transactions and payment processing collectively by two Board members.

Exceptions with individual signing authority must be documented in writing and reasonably limited.

Article 12 – Liability

Only the association's assets are liable for its debts.

Personal liability of members is excluded.

Article 13 – Data Protection

The association collects only the personal data necessary to fulfill its purposes.

The Board ensures data security appropriate to the risk.

Disclosure of data to third parties only occurs within legally permissible contract processing or if legally required or ordered by authorities.

Personal data processing complies with Swiss data protection law.

Article 14 – Dissolution of the Association

The association may be dissolved by resolution of an Ordinary or Extraordinary General Assembly with a 2/3 majority of the members present.

In case of dissolution, the association's assets will be transferred to a tax-exempt organization in Switzerland with similar or identical objectives.

Distribution of assets among members is excluded.

Article 15 – Entry into Force

These statutes were adopted at the founding meeting on **October 23, 2024**, and entered into force on the same date.

Article 16 – Communications and Announcements

Communications from the Board to members are made by letter or email to the addresses listed in the membership directory.

The association's official publication organ is the Swiss Official Gazette of Commerce.

Date, Place: Lenzburg, October 23, 2024