



the professional women's group of Basel

STATUTES

1 NAME AND LEGAL FORM

Under the name „the Professional Women’s Group of Basel“ (hereafter called „PWG“ or “the Club”) a confessional and politically neutral association is established according to Swiss Civil code (ZGB) rt. 52 and 60 ff.

2 PURPOSE AND ACTIVITIES

The Professional Women’s Group of Basel exists to offer women of diverse professional and cultural backgrounds a platform to gain new insights, exchange information and share experiences whilst building friendships and professional relationships in a welcoming and social environment.

In order for members to organise activities in the name of the Club, prior approval of the Committee (see statute 4) is required.

3 MEMBERSHIP

3.1 ADMISSION TO THE PWG

Applications for membership are to be sent to a Membership officer (see statute 4). The membership year runs from 01 January to 31 December.

3.2 MEMBERSHIP FEES

Membership fees are CHF 80 and are to be paid before 31 January or within one month of applying to join the PWG. Membership fees are non-refundable. Committee member Chair is to receive membership for the duration of Chair and for the equivalent number of years after stepping down. Committee members elected at the AGM will get a 50% reduction in membership fee from that year onwards for as long as they remain on the committee.

3.3 TERMINATION OF MEMBERSHIP

Members not wishing to renew their membership should inform the Membership Officer before 31 January and may continue to participate in club activities as a guest. If, after at least one reminder, membership fees have not been paid, the member will be considered to have resigned. Membership of those abusing the Club’s privileges may be revoked by decision of the Committee (see statute 4).

4 PWG COMMITTEE

4.1 ORGANISATION

The Club is to be administered by “The PWG Committee”, consisting of not less than 4 offices: Chair, Treasurer, Membership Officer and Secretary. Within the PWG Committee is an “Executive Team”, consisting of the Chair, Vice Chair, Treasurer &



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Secretary. The PWG Committee shall elect the "Executive Team" and any other offices that are deemed necessary from amongst its members.

In the event of a mid-term vacancy, the PWG Committee shall have the right to co-opt a replacement member who shall hold office until the next Annual General Meeting (see statute 5), at which this member may stand for election.

The PWG Committee is responsible for the organisation of the Club's monthly meetings, for the collection of membership and other fees, the distribution of funds for appropriate activities and for dealing with any other administrative and constitutional matters as they arise.

4.2 OPERATING RESERVE

The operating reserve was created to be able to continue with the PWG activities for at least 6 months in the event of no or very little income, in membership, guest fees and advertising fees or should the club's current accommodation no longer be accessible at the terms and conditions currently available. The reserve and any interest received are un-distributable reserves and will only be made available by an AGM or EGM decision.

4.3 CAPITAL EXPENDITURE

Capital expenditure up to CHF 1000 for individual and accumulated payments requires prior approval of the Chair, Vice-chair, Treasurer and/or Secretary (at least 2 members of the Executive Team). Capital expenditure of CHF 1001 or over requires approval of the Chair, Vice-chair, Treasurer and/or Secretary (at least 2 members of the Executive Team) plus PWG Committee vote.

4.4 LIABILITY OF PWG COMMITTEE MEMBERS

The Executive Team are equally liable and responsible for the actions of the PWG Committee.

5 ANNUAL GENERAL MEETING

5.1 ORGANISATION

The Annual General Meeting (AGM) is the highest authority of the PWG and convenes once a year. Every member of the Club, except the Chair of the meeting, has one vote; in the case of a tie, the Chair of the meeting has a casting vote.

5.2 PROCEDURE AND BUSINESS

The AGM shall be convened by the Committee by notice to Club members, via written or electronic mail as appropriate for each member. Such notice, together with the agenda for the meeting is to be sent to the last known address (postal or electronic as appropriate), or delivered in person, at least 21 days before the AGM.

Any proposed changes to the agenda involving the club statutes, finances, or membership must be communicated to the membership in writing, no later than 7 days before the AGM, after which no further changes to the agenda regarding the club statutes, finances or membership are allowed.

The powers and duties of the AGM are to:



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1. Consider and approve the minutes of the last AGM
2. Receive and approve the Club accounts and the Treasurer's report for the year ending in the previous 31 December
3. Discharge the members of the PWG Committee from personal liability with respect to the previous year's activities
4. Discharge and accept the resignation of the members of the PWG Committee
5. Elect new PWG Committee members from amongst the members of the Club, including any members of the previous PWG Committee who wish to stand for re-election (see statute 5.4)
6. Set the membership fee for the following year
7. Dispense with any other Club business which arises (subject to statute 5.3)

5.3 ANY OTHER BUSINESS

Every paid member has the right to propose resolution for consideration at the AGM under the heading of "Any Other Business". Such resolutions must be submitted in writing to the Chair of the Committee at least 14 days before the meeting.

5.4 ELECTION OF THE COMMITTEE MEMBERS

Any member wishing to stand for election to the PWG Committee must notify the Chair of the Committee in writing at least 10 days before the AGM. If less than 4 nominations have been received prior to this date, nominations from the floor will be accepted at the AGM.

6 EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting (EGM) may be convened at the request of at least 25 percent of the club members or by the PWG Committee, stating the resolutions to be considered. The EGM shall be convened by the PWG Committee by notice to Club members, via written or electronic mail as appropriate for each member. Such notice, together with the agenda for the meeting is to be sent to the last known address (postal or electronic as appropriate), or delivered in person, at least 21 days before the EGM. Any changes to the agenda involving the Club statutes, finances or membership must be communicated to the membership in writing no later than 7 days before the EGM, after which no further changes to the agenda regarding the club statutes, finances or membership are allowed.

Amendments to the statutes may be approved only at an EGM or an AGM and must be approved by two-thirds of members, either present at the meeting or who have provided a written proxy to a member present at the meeting

7 QUORUM

Twenty percent of the membership constitutes a quorum at both an AGM and EGM (subject to statute 8). Both members physically present at the meeting and those members having provided a written proxy to a member physically present at the meeting will be considered part of the quorum.

8 DISSOLUTION OF THE PWG

Dissolution of the PWG may only be decided upon by a 75 percent majority of those present at an EGM or AGM, subject to a quorum of 50 percent of the membership.



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In the event of dissolution, the assets of the PWG shall be donated to charities designated by the PWG Committee and approved by a majority at the EGM or AGM at which the decision to dissolve the Club is taken.

9 LIABILITY

The PWG is not liable for accidents, injury or loss incurred during its activities.

These statutes were accepted with amendments by the Club at its AGM on 27 January 2009 in Basel

A blue ink signature in cursive script, appearing to read 'Achenstein', written above a solid black horizontal line.

Chair

A blue ink signature in cursive script, appearing to read 'D. G. ...', written above a solid black horizontal line.

Vice-chair

A black ink signature in cursive script, appearing to read 'H. ...', written above a solid black horizontal line.

Treasurer