

Articles of association

NAME – HEADQUARTERS – DURATION

Art. 1 Name

1. Under the name “United Nations Youth Association Switzerland”, “UNYA Switzerland”, “JUNES” (hereafter “UNYA”) has been founded in 2007 a non-profit association under Art. 60 et seqq. of the Swiss Civil Code, politically and religiously independent.
2. UNYA’s official communication language is English.
3. Communication within UNYA is to be conducted in English. Correspondence with outside entities may alternatively be conducted in an official language of Switzerland.

Art. 2 Headquarters

1. The association’s headquarters are at the domicile of the acting Presidency.

Art. 3 Duration

1. The association is created for an unlimited duration.

GOALS

Art. 4 Goals

1. The association has the following goals:
 - a. To promote the aims and objectives of the United Nations;
 - b. To coordinate the work of local UN youth organizations, as well as Model United Nations societies within Switzerland, and maintain regular knowledge transfer between them;
 - c. To support the organization of high-level academic simulations of UN conferences, organs, agencies and any other multilateral negotiation forum for students at university level or equivalent, as well as high school level or equivalent;
 - d. To promote, alongside the objectives and aims of the UN, those of Switzerland as a place of peace and multilateral democracy, as well as cultural exchange;
 - e. To supplement the formation of its participating individuals by bringing a practical dimension to their theoretical knowledge.
2. To meet these goals, the association employs all expedient means, including, but not limited to:
 - a. Collaborating with Swiss and international, as well as governmental, associations sharing similar goals;
 - b. Engaging itself in activities that arise as necessary and useful in the pursuit of its social goals and working at an individual and local level with national and international partners.

MEMBERSHIP

Art. 5 Members

1. Any Swiss Model United Nations society or other association organising or facilitating participation in academic simulations can become a Member of UNYA, under the condition that they abide by UNYA's goals and share the values of the association.
2. Membership requests must be addressed in written form to the Executive Board at least 21 days before the annual General Assembly or an extraordinary General Assembly. Approval to accession must be given by at least half of all already admitted Members.
3. Members shall:
 - a. Aid in the development of common objectives;
 - b. Pay the annual membership fee as set by the general assembly.

Art. 6 Honorary Members

1. Upon proposal of two of its Members, the General Assembly can give the title of Honorary Member of the association to any physical or legal person having done a particular favour for the association. These Honorary Members can be consulted by and / or invited to the General Assembly, but do not have membership rights.
2. Upon request of a simple majority of present Members, the title of Honorary Member can be revoked.

Art. 7 Withdrawal of a Member

1. Any Member can withdraw from the association at any time simply by writing a letter or e-mail to the Executive Board. The withdrawal is effective by end of the current fiscal year.

Art. 8 Exclusion of a Member

1. In the absence of any contrary statutory article, a Member who acts against the interests of UNYA or contravenes these statutes can be excluded from the association by proposal by the Executive Board followed by a decision of the General Assembly at a majority of two-thirds of all present Members.
2. A member that has been dissolved or defunct for over a year can have their membership status revoked by proposal by the Executive Board followed by a decision of the General Assembly at a simple majority of the present Members.

ORGANISATION

Art. 9 Organs of the association

1. The organs of the association are the General Assembly (hereafter "GA"), the Executive Board (hereafter "Board") and the auditors.

GENERAL ASSEMBLY

Art. 10 Competences of the GA

1. The GA is the supreme organ of the association.
2. Its tasks and competences are all the ones that are not expressly attributed to another organ; including, but not limited to:
 - a. To define the means used to reach the goals defined under Art. 4;
 - b. To elect and remove the Board and the auditors from members of the Members of UNYA;
 - c. To determine the yearly contributions by the Members;
 - d. To approve the executive report of the Board and to discharge it;
 - e. To approve the accounts presented by the Treasury and discharge them;
 - f. To approve the report by the auditors and discharge them;
 - g. To decide the exclusion of a Member in accordance with Art. 8;
 - h. To amend the articles of association in accordance with Art. 20;
 - i. To decide the dissolution of the association in accordance with Art. 21.
3. The GA meets at least once a year when convened by the Board generally mid-autumn. The following rules apply:
 - a. The GA is summoned at least 3 weeks before the day of its meeting; the agenda is attached to the invitation to attend. Should exceptional circumstances make due notification impossible, appropriate measures must be taken to communicate the date to all Members at the earliest possible time.
 - b. Agenda items other than those by the Board must be communicated in written form 14 days before the GA.
 - c. The GA can decide upon issues not enclosed in the agenda following Art. 67 Para. 3 of the Swiss Civil Code.
 - d. Each recognized Member has one vote at the GA, expressed by a representative of that Member.
 - e. One person can only represent one single Member.
 - f. The decisions of the GA are made at a simple majority of the present Members unless otherwise stipulated in the present articles of association.
 - g. An extraordinary GA can be convened by the Board or upon request by at least one-fifth of all Members.
 - h. The rules applying to the proceedings of the annual GA apply to the proceedings of the extraordinary GA as well.
 - i. The minutes, signed by the Presidency of the Board, must be established at every GA.
4. Unless otherwise provided, the Presidency of the Board presides over the GA. For decisions regarding the competences and the election of the Board, the GA elects, if possible, an Honorary Member as Presidency of the GA, at the beginning of the session. If none are available for election, another individual not part of the Board may be chosen.
5. Every GA will be protocolled by a Board member or other person present.

THE EXECUTIVE BOARD

Art. 11 Composition / Missions of the Board

1. The Board is composed of at least 3 and a members in the following resorts:
 - a. Presidency
 - b. Treasury
 - c. Internal Affairs
 - d. External Affairs
 - e. IT
 - f. Member Relations
 - g. Events
 - h. Special Advisor
2. The office of Presidency and Treasury must be elected at the annual GA.
3. The members of the Board are elected by the GA for a duration of one year, with the possibility of reelection.
4. All members of the Board must be physically present in Switzerland for the majority of the term.
5. All executive and administrative tasks of the association are done by the Board, these being:
 - a. Establishing the budget and managing the finances of the association;
 - b. Proposing the budget to the General Assembly;
 - c. Proposing the admission and exclusion of Members at the GA;
 - d. Scheduling annual priorities;
 - e. Attributing the domains of competences of each board member;
 - f. Allocating resources of the association;
 - g. Summoning the General Assembly and preparing the agenda;
 - h. Assuring the safeguarding of official documents of the association, including the act of foundation and the articles of association;
 - i. Communicating and cooperating with outside entities;
 - j. Hiring salaried employees or representatives for specific tasks depending on the needs of the association.
6. Any expenses exceeding CHF 300 have to be agreed to by the Board.
7. At any Board meeting, a majority of Board members has to be present to validate its decisions.
8. Decisions are taken by simple majority of the present Board members. Each Board member has one vote. In case of a tie, the Presidency will break it at their discretion.
9. Time-sensitive decisions proposed by the President can be taken by circular resolution. The decision shall be part of the minutes of the following board meeting.
10. UNYA is legitimately represented by each of the Board members according to their domain of competence. However, all meetings with governmental institutions, as well as meetings with sponsoring partners have to be attended by at least two Board members.
11. The Treasury is responsible for maintaining permanent records to track funds and financial transactions. They must present them at the GA.
12. All Board meetings must be protcolled by a Board member or other person present and shared with the association's Members within three weeks.

Art. 12 Resignation / Removal of a Board member

1. Resignation of a Board member
 - a. Every Board member can resign from their position with two month's notice sent to the President of the Board via email.
2. Removal of a Board member
 - a. On proposal by one-third of the members of the Board or by one-third of the association's Members, a vote must be taken by the Board on the removal of a member of the Board.
 - b. The person subject to removal cannot take part in this vote.
 - c. The decision of removal can only be voted on if all Board members except for the Board member concerned are present and has to be approved by their unanimous vote, barring the vote of the Board member concerned.
 - d. If there is no unanimity amongst the Board members or they can not form the necessary quorum, the decision must be made by the GA. The removal requires a qualified majority of two-thirds of the present voting Members of the General Assembly.
 - e. The office holders of the offices of Presidency and Treasury can only be removed by the General Assembly, which also needs to find an immediate successor.
3. The first month after the resignation shall be a transitional phase. During this, the former Board member is obliged to help grant the new Board member full access to all necessary tools and facilities, as well as instruct them with all necessary information.

Art. 13 New Board proposal

1. If the Presidency or Treasury should resign, another Board member shall take their position.
2. Should no other Board member be available, an extraordinary GA is to be called within six weeks of their resignation to elect a successor.

THE AUDITORS

Art. 14 The auditors

1. Two auditors are elected by the GA for one year, with the possibility of reelection.
2. Their task is to assess and approve the permanent record kept by the Treasury and to present their report at the annual GA.

FINANCING

Art. 15 Resources

1. UNYA's resources are:
 - a. Donations and bequests;
 - b. Subsidies;
 - c. Income from events organized by the association.
2. The fiscal year lasts from August 1st to July 31st of the next year.
3. The Presidency and Treasury have collective signatory power for bank documents. The Board can also decide to grant more board members signatory rights with a unanimous vote. The signature can be individual or collective, upon unanimous decision of the Board.

Art. 16 Liability

1. The members and organs of the association are not personally liable for any expenses or damages incurred. Instead, they are backed only by assets of the association, as provided by Art. 75a of the Swiss civil code. Expenses or damages caused to the association by a member or organ in violation of law or these articles of association and customs will entirely be the responsibility of this member or organ.

AMENDMENTS

Art. 17 Amendments and language of the articles of association statutes

1. Any modification of the articles of association statutes, except for corrections of grammar or wording, so long as they preserve meaning, must be approved by the GA at a majority of two-thirds of all Members.

DISSOLUTION OF THE ASSOCIATION

Art. 18 Dissolution of the Association by the General Assembly

1. The GA can dissolve the association by a vote at the majority of three quarters of the present members.
2. The association is dissolved forthwith if its activities have been suspended during more than ten years.
3. The eventual balance of assets after the liquidation must be attributed to an association with similar goals.

FINAL DISPOSITIONS

Art. 19 Final provisions

1. For any question not specifically regulated in these articles of association, Art. 60 *et seq.* of the Swiss Civil Code apply.
2. Any dispute concerning the interpretation or execution of these articles of association will be brought to the competent court of the place of residence of the current Presidency, Swiss law being applicable exclusively.
3. Should these articles of association be translated to other languages, the English version shall prevail in case of conflict.

Art. 20 Entry into force

1. These articles of association statutes have been adopted by the GA on February 24th 2019.

Art. 21 Provisional Rules

1. Art. 11 Para. 5 lit. b enters into force on the date of the first GA of 2021.
2. Until the entry into force the Board only needs to inform the Members of any expenses surpassing CHF 1500.