

Articles of Association of the "Quiz & Puzzle Club Zurich"

1. Name and registered office

An association under the name "Quiz & Puzzle Club Zurich" exists in the sense defined in Art. 60 ff. ZGB with its registered office in Uster, ZH. It is politically independent and denominationally neutral.

2. Purpose

The purpose of the association is to give people the opportunity to create and solve puzzles and quizzes in a sociable atmosphere. This is achieved through regular free puzzle and quiz evenings that anyone can attend, as well as a smaller number of paid-for and members-only events to raise funds to support our purpose. Puzzles and quizzes can be of any type and can relate to any legal topic. As we are primarily a social association, we do not have an overarching league or ranking system, although individual events may be competitive where appropriate.

3. Funds

The association has access to the following funds to pursue its purpose:

- Membership fees
- Patronage contributions
- Income from own events
- Subsidies
- Donations and contributions of all kinds

The membership fee is set annually by the General Meeting.

The financial year corresponds to the calendar year.

4. Membership

Natural persons who are interested in the purpose of the association can become members.

The membership year corresponds to the calendar year.

Members may join the association at any time; applications for admission must be addressed to the Board; the Board makes the final decision on admission.

5. Termination of membership

Membership expires

- in the case of natural persons, by resignation, exclusion or death.

6. Resignation and exclusion

It is possible to leave the association at any time by notifying the Board.

Members who join in the first 8 months of the membership year must pay the full membership fee for the current year. Members who join in the last 4 months of the membership year must pay 50% of the full membership fee for the current year.

A member can be excluded by the Board at any time without giving reasons.

The Board makes the decision to expel; the member may appeal against the expulsion decision to the next General Meeting within 30 days. Membership rights are suspended until the final decision is made.

If a member fails to pay the membership fee despite a reminder, he or she may be expelled by the Board without further ado.

7. Bodies of the association

The bodies of the association are:

- A. the General Meeting
- B. the Board

8. The General Meeting

The supreme body of the association is the General Meeting. An Ordinary General Meeting (of which the Founding Meeting is the first instance) takes place annually in February or March.

Members are invited to the Ordinary General Meeting 14 days in advance in writing, stating the items on the agenda. Invitations by e-mail, instant messaging service and SMS are valid.

Proposals from members for additional business to be brought before the General Meeting must be submitted to the Board in writing (e-mail also valid), stating the reasons, no later than 7 days before the meeting.

The Board or 1/5 of the members may request the convening of an Extraordinary General Meeting at any time, stating the purpose of the meeting. The meeting must be held no later than 12 weeks after receipt of the request.

The General Meeting has the following inalienable duties and powers:

- A. Approval of the minutes of the last General Meeting
- B. Approval of the annual report of the Board
- C. Discharge of the Board
- D. Election of the President and the other members of the Board
- E. Determination of the membership fee
- F. Acknowledgment of the annual budget
- G. Taking note of the program of activities

- H. Resolution on motions by the Board and members
- I. Amendment of the Articles of Association
- J. Decision on exclusion appeals
- K. Resolution on the dissolution of the association and the use of the liquidation proceeds.

Every duly convened General Meeting is quorate regardless of the number of members present.

The members pass resolutions by a simple majority of the votes cast. In the event of a tie, the Chairman has the casting vote.

Amendments to the Articles of Association require the approval of a 2/3 majority of those present and entitled to vote.

A member of the association may be represented at the general meeting by another member of the association by proxy. Each member of the association may represent a maximum of 2 additional members.

As a minimum, a record of the resolutions passed must be drawn up.

9. The Board

The Board consists of 3 to 7 people.

The term of office is 1 year. Re-election is permitted.

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

It issues regulations.

It can set up working groups (specialist groups).

It may employ or commission persons for the achievement of the association's objectives in return for appropriate compensation (in accordance with labour law).

The Board has all powers that are not transferred to another body by law or in accordance with these Articles of Association.

The following portfolios are represented by the Board:

- A. Presidency
- B. Vice-Presidency
- C. Finances

Accumulation of portfolios is possible.

The Board constitutes itself.

The Board meets as often as business requires. Any member of the Board may request that a meeting be convened, stating the reasons.

If no member of the Board requests verbal consultation, the passing of resolutions by circular letter (including e-mail, instant messaging service and SMS) is valid.

The Board generally works on a voluntary and unpaid basis and is entitled to reimbursement of actual expenses. Appropriate compensation may be paid for special services rendered by individual members of the Board.

10. Authorization to sign

The Board regulates the signing authority collectively in twos.

11. Liability

Only the association's assets are liable for the association's debts. Personal liability of the members is excluded.

12. Data protection

The association only collects personal data from members that is necessary to fulfil the purpose of the association. The Board ensures that the data is secured in a manner commensurate with the risk.

Member data, namely the name, address, telephone number and e-mail address, will not be disclosed to other members unless:

- the member has expressly consented to the disclosure, or;
- it is necessary for the fulfilment of membership obligations (e.g. advertising for events, convening an extraordinary general meeting in accordance with Art. 64 para. 3 ZGB), or;
- it is required by law.

Member data will only be passed on to third parties within the scope of legally permissible order processing and if this is required by law or ordered by the authorities.

Member data is also processed in accordance with the provisions of Swiss data protection legislation and the association's privacy policy.

13. Intellectual property

The association does not own any intellectual property rights to materials developed or created by members unless expressly agreed on a case-by-case basis.

14. Dissolution of the association

The association may be dissolved by resolution of an Ordinary or Extraordinary General Meeting with a 2/3 majority of the members present, provided that at least 2/3 of the members participate.

If fewer than 2/3 of all members attend the meeting, a second meeting must be held within one month. At this meeting, the association can also be dissolved by a simple majority if fewer than three quarters of the members are present.

If the association is dissolved, the association's assets shall be transferred to a tax-exempt organisation in Switzerland that pursues the same or a similar purpose. The distribution of the Association's assets among the members is excluded.

15. Entry into force

These Articles of Association were adopted at the founding meeting of 13.2.2024 and entered into force on that date.

Date, place _____

The President:

The Secretary:
