

BYLAWS

**COURAGE
YOUR
WAY**



Habsburgstrasse 9
8037 Zürich
www.courageyourway.org

COURAGE YOUR WAY

Name and Headquarters

Art. 1 The designation COURAGE YOUR WAY shall refer to a non-profit organization governed by Article 60 ff of the Swiss Civil Code with headquarters in Zurich. The organization is politically independent and non-denominational.

Purpose

Art. 2 The purpose of this organization is to encourage motivated individuals facing difficult situations in life. To this end, the organization focuses on education and further education programs that promote the swift integration of such individuals into business, culture and society. The organization is dedicated to the strengthening of values such as courage, openness and social involvement.

Art. 3 The organization's main task is to raise funds for the allocation to and support of projects corresponding to the organization's purpose. Putting the passion and motivation of all persons involved at the forefront, and not the exclusive intention of profit making, is the guiding principle.
The organization may engage in business dealings in order to realize projects.

Art. 4 The organization serves the public good and pursues no profit-making purpose.

Financial resources

Art. 5 The organization's expenditures are financed by:

- donations, collections, gifts and legacies;
- membership fees;
- fund administration:
- fundraising;
- In pursuance of the organization's objectives, real estate may be acquired.

Art. 6 There is no legal claim to the organization's performance.

Art. 7 COURAGE YOUR WAY may assume responsibility for associations without legal capacity as well as the administration of associations and organizations with legal capacity which have a same or similar purpose as that of COURAGE YOUR WAY.

Membership

Art. 8 Any physical person or legal entity who wishes to support the fundamental objectives of *COURAGE YOUR WAY* may become a member. Admission is decided upon by the board of directors.

- Art. 9 Membership withdrawal can be made at any time in writing with a three month notice at the end of the organization's year. The board of directors may dismiss a member from the organization without providing reasons. In the case of withdrawal, all rights and claims to the organization shall terminate.
- Art. 10 Individuals or legal entities who do not wish to become members but who make a contribution to the organization, are donors. They receive the annual report and are invited to organization events.
- Art. 11 Membership fees shall be determined by the general assembly. There is no liability for subsequent payments.

Bodies

- Art. 12 Bodies of the organization include:
- general assembly
 - board of directors
 - auditor

Meetings of members

- Art. 13 An annual general meeting of the organization shall take place by invitation from the board of directors.
- Art. 14 The board of directors can decide to call a special meeting.
- Art.15 The general assembly has the authority to:
- determine and amend the bylaws
 - approve the minutes of the last general meeting, the annual report, the annual financial statement, and the auditor's report
 - acknowledge the activity programs
 - elect the president, other board members and the auditor
 - take decisions on proposals submitted by the board
 - take decisions on proposals put forth by members provided the proposals are submitted in writing to the president four weeks before the annual general meeting is held
 - determine membership fees
 - acknowledge the annual budget
 - take a decision regarding dissolution of the organization
- Art. 16 Invitations to the annual general meeting shall be sent by the board of directors to all registered members at least 14 days prior to the date of the annual general meeting and shall specify the items on the agenda. Invitations may also be sent by email.

Art. 17 The members present, irrespective of the number, at any duly announced annual general meeting shall constitute a quorum.

Art. 18 All issues to be voted on, excluding dissolution and amendments to the bylaws, shall be decided by a simple majority of members present. In the event of a tie, the president shall cast the deciding vote.

Board of Directors

Art. 19 The board of directors shall consist of at least 3 members. The board shall be elected or re-elected for a period of one year by the general assembly.

Art. 20 The presence of two-thirds of the board of directors shall constitute a quorum. Resolutions may be passed by the simple majority of members present.

Art. 21 Provided that no member of the board of directors requests verbal debate, resolutions can be made in written form, including email.

Art. 22 The following departments are represented within the board of directors:

- president
- vice president
- finance
- treasurer

It is possible to fulfill more than one function.

Art. 23 The board of directors shall meet as often as business matters must be conducted. Any board member may request a meeting by stating the reasons for it.

Art. 24 The board of directors performs their duties principally on an honorary basis, but is entitled to reimbursement for actual expenses.

Art. 25 The board of directors shall manage day-to-day operations and represents the organization externally. It possesses all competencies not stated by law or are, according to the bylaws, given to other bodies.

The following duties are conferred upon the board of directors:

- preparation of the annual general meeting and implementation of resolutions made at the meeting
- management of the organization's assets and the endowments and funds entrusted to it
- collection of annual fees
- take decisions on the management of bequests and similar contributions
- review proposals and grants made to non-profit organizations and individuals

- designation of those individuals who have the legally-binding authority to sign on behalf of the organization, and the specification of such a format
- appointment or commissioning of individuals or organizations for reasonable compensation in order to achieve the organization's goals
- take decisions on possible member dismissals
- purchase real estate

Art. 26 The board of directors has, in the context of the organization's objectives, full authority over the the assets of the organization and selects two individuals who have the authority to sign on behalf of the organization.

Art. 27 The board of directors shall establish itself.

The President

Art. 28 The president shall lead the annual general meeting and board meetings.

Auditor

Art. 29 The auditor shall be one individual with subject-specific expertise, yet independent of the organization. The auditor shall be appointed for a two-year term with the option for term renewal. The auditor shall present an annual report to the general assembly.

Art. 30 The fiscal year is the calendar year.

Liability

Art. 31 The organization shall be held solely liable for the assets of the organization. Any personal liability is excluded. There is no obligation to make further contributions.

Final provisions

Art. 32 A resolution to amend the bylaws or to dissolve the organization requires the vote of two-thirds of voting members present at the annual general meeting.

Art. 33 In the case of dissolution, the organization's assets shall be allocated to organizations with a similar purpose.

These bylaws were approved at the inaugural meeting on December 1, 2017 in Zurich.

On behalf of the organization

President

Handwritten signature of Andrea Isler in blue ink.

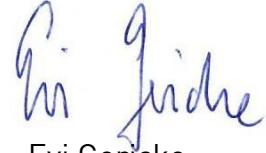
Andrea Isler

Vice President

Handwritten signature of Manuela Steiner in blue ink.

Manuela Steiner

Treasurer

Handwritten signature of Evi Gericke in blue ink.

Evi Gericke