

# INTERNATIONAL CLUB OF LAUSANNE CONSTITUTION

## 1. NAME

1.1. The name of this club shall be the INTERNATIONAL CLUB OF LAUSANNE.

1.2 This club (hereafter referred to as ICL) shall adhere to Swiss norms for clubs as stated in the Swiss Civil Code, Article 60 with Addenda. The official address of the ICL shall be the address of the current Treasurer of the club, unless such address shall be agreed upon unanimously by the committee at that time. Legal jurisdiction of the ICL shall be the city of Lausanne.

## 2. PURPOSE

2.1. The primary purpose of the ICL shall be to bring together multinational men and women to share social and cultural interests.

2.2 The ICL shall be non profit, non religious and apolitical. There are no racial barriers.

2.3 The working language of the ICL shall be English.

## 3. MEMBERSHIP

3.1 No nationality may comprise more than 40% of the entire membership.

3.2 Membership shall be open to men and women of all nationalities interested in participating in the activities of the club.

3.3 Prospective members are required to submit a completed membership form with the annual dues. Members will be accepted by the Committee upon receipt of these two items.

3.4 Members agree to adhere to the Rules and Statutes of the Club.

3.5 Members who have not paid their dues by September 30 will lose their membership.

Members joining between February 1 and April 30 will pay half the annual dues. Members joining between May 1 and June 30 will only be billed for the upcoming Club year.

3.6 Members may resign at any time. Such members are asked to inform the Membership secretary in writing of their resignation. Dues are not refundable.

3.7 Passive members are those who leave the general Lausanne area and cannot participate actively in the ICL. Their dues will be half that of the annual dues. Their numbers will not be counted in the total active membership to determine the percentage of nationalities or maximum membership.

## 4. FINANCES

4.1 The fiscal year shall be from May 1 to April 30.

4.2 All administrative costs and other expenses involved in the actual operation of the ICL shall be funded by annual membership dues and income from activities.

4.3 The amount of the annual dues shall be established at the Annual General Meeting (AGM).

4.4 At the end of the fiscal year the books will be audited by two persons who are not members of the Committee unless no member has volunteered at the previous AGM to act as auditor.

4.5 Expenses incurred on behalf of the ICL must have the prior approval of the Committee.

4.6 Should surplus funds exist at the end of the fiscal year, the Committee will issue a statement saying how these funds will be used in the future.

4.7 The Treasurer shall be empowered to sign on behalf of the ICL. Where required the Treasurer shall appoint from within the Committee a Coordinator to take responsibility equivalent to the Treasurer, primarily signing on behalf of the ICL.

# INTERNATIONAL CLUB OF LAUSANNE CONSTITUTION

## 5. ORGANIZATION

5.1 The Committee is responsible for the management of the ICL in accordance with the Constitution and Bylaws. To this extent, they are to:

- carry out decisions made by the members at the AGM and at Extraordinary General Meetings (EGM's).
- conduct the day-to-day business of the ICL through regular Committee meetings
- administer the funds of the ICL
- deal with all matters concerning membership
- convene the AGM and set the agenda
- maintain contact with all sub-committees
- take decisions on their recommendations.

5.2 The Committee may appoint Sub-Committees for particular tasks, including that of Membership secretary.

5.3 Any changes in the Constitution or Bylaws are to be presented and approved at the AGM.

5.4 An Extraordinary General Meeting (EGM) may be called at any time by the Committee or at the written request of one fifth of the General Membership. AGM procedures apply to these meetings.

## 6. THE ANNUAL GENERAL MEETING (AGM)

6.1 The AGM shall be convened each May by the Committee. Notification and documentation, including the Treasurer's financial report, must be sent to the membership at least two weeks in advance.

6.2 The Chairperson of the AGM shall be voted upon by the Committee at the preceding committee meeting. Such vote by committee members shall be in person or by proxy.

6.3 At the AGM, the following business will be discussed, approved and voted on by a simple majority of those present:

- The minutes of the previous AGM;
- The Committee Chairperson's report for the year just ended;
- A financial report and the Auditor's report for the fiscal year;
- A budget for the upcoming year;
- Annual membership fees;
- Election of officers and auditors;
- Any matter desired to be discussed by a member who has submitted it in writing at least three weeks prior to the AGM.
- Miscellaneous items as deemed necessary by the Committee.

In the event of a vote tie, the Treasurer has an additional casting vote.

## 7. OFFICERS AND THEIR ELECTION

7.1 The ICL shall be governed by a Committee consisting of the officers of Treasurer and Secretary, both elected at a General Meeting, and of Advisory Members who shall be appointed by the standing committee.

7.2 The Committee shall consist of no fewer than three and no more than ten positions. Three members constitute a quorum.

7.3 Each committee meeting will be conducted with a chairperson-of the meeting who shall be agreed upon at the meeting, or failing agreement shall be the first person to arrive.

7.4 Officers shall be elected at the AGM or Extraordinary General Meeting (EGM). Only votes of members actually attending these meetings shall be valid and Officers shall be elected by a simple majority of those present.

7.5 Officers shall hold office for a period of up to four years, being from June 1 to May 31 of the

# INTERNATIONAL CLUB OF LAUSANNE CONSTITUTION

following year. They may be re-elected for a fifth year.

7.6 If an Officer vacancy occurs, the Committee will appoint a replacement for the remainder of the year.

7.7 In the absence of the Treasurer the Committee shall appoint a representative to assume the duties and responsibilities of the Treasurer.

## 8. LIABILITY

8.1 The ICL shall not be liable for any financial commitment without the prior written authorization of the signatory powers. The liability of the ICL is limited to the value of its assets.

8.2 No member of the ICL shall, in any case, be subject or liable to any financial obligations of the ICL beyond annual dues. All personal responsibility of the ICL is excluded.

8.3 The ICL disclaims any and all legal responsibility whatsoever for itself or as carrier and/or for any committee member or organizer, for any accident, illness and/or injury whatsoever as may occur to any participant of any ICL function during and/or as a result of the said function.

## 9. GENERAL PROVISIONS

The ICL's name, membership list, logo and printed materials are the property of the ICL and shall not be used for any commercial, political or religious purpose.

## 10. BYLAWS, POLICIES AND OPERATING PROCEDURES

The Committee shall establish Bylaws and Policies and Operating Procedures.

## 11. AMENDMENTS TO THE CONSTITUTION

The constitution can only be amended by a vote at an AGM or at an EGM. Amendments may be proposed by the Committee or by at least ten members.

## 12. CLUB DISSOLUTION AND ALLOCATION OF ASSETS

12.1 Dissolution of the ICL and allocation of its assets are not possible unless included in the Agenda of an AGM or an EGM and voted upon by the majority of members present.

12.2 In the event of dissolution, all remaining ICL assets, with General Membership approval, shall be distributed to one or more organizations whose aims are similar to those of the ICL or Swiss registered non-religious non-political Charity/Charities.

Gabi Cruise  
Secretary General

Alicia Monachon  
Membership

Christophe Wegelin  
Treasurer

Lausanne, 23 September 2020