

STATUTES
of the
“Kwacakworo Association”
with headquarters in Davos

Article 1 - Name

Under the name “*Kwacakworo Association*” exists for an indefinite period an association according to the present statutes and in the sense of art. 60 ff. ZGB.

Article 2 -Seat

The registered office of the association is in Davos, Canton Grisons, Switzerland.

Article 3 - Purpose

The purpose of the association is the preservation of the literary, artistic scientific, ethno-graphic and humanitarian legacy (writings, books, objects, photographs, pictures, etc.) of Dr. Conradin Perner as well as the support of the preservation of the Perner House in Davos Platz, property no. 355, Mattastrasse 1, as a center for culture, research, and education. The Association aims to provide artists, writers, researchers, students, and humanitarian workers from all over the world with a temporary residence in the house as a place of inspiration for their own work.

For reaching its goals, the association seeks the cooperation with universities, scientific, institutes, museums and cultural and humanitarian organizations.

The association can operate throughout Switzerland and abroad.

Article 4 - Means

To pursue the purpose of the association, the association has the following means:

- Ordinary and extraordinary membership fees
- Donations, grants, and bequests
- Subsidies from public bodies
- Income from service agreements
- Income from the Association's activities and own events

The ordinary and extraordinary membership fees are determined annually by the General Assembly.

Article 5 - Membership

Membership is open to all natural and legal persons who support the purpose of the association.

Membership expires by resignation, exclusion, death, or dissolution.

Resignation from the association is possible at any time. The letter of resignation must be addressed to the Board of Directors at least 21 days before the ordinary General Meeting of the Association.

A member can be expelled from the Association at any time. The decision to exclude a member is made by the Board of Directors. The member may appeal the decision to the General Assembly Meeting of the Association.

Article 6 - Bodies of the Association

The organs of the Association are:

1. The Association General Assembly
2. The Board of Directors divided into:
 - a. Executive Board, consisting of
 - i. Head of the of the Executive Board (President of the Association)
 - ii. Secretary
 - iii. Treasurer
 - b. Taskforces Heads
 - c. Members freely elected by the General Assembly
3. The auditors – Appointed by the general assembly.

Article 7 - Association General Assembly

The Association General Assembly is the supreme body of the Association. It is the assembly of the members of the association.

The Association meeting may be held as a physical meeting, in the form of a written vote, in the form of an electronic vote or as an electronic meeting. In the case of an electronic meeting, it must be ensured that the image and sound of all participating members are transmitted.

The Ordinary General Assembly Meeting of the Association shall be held annually upon convocation by the Board of Directors. The board decides on the form of the meeting. An extraordinary meeting of the Association shall be held upon convocation of the Board or upon request of one fifth of the members.

The General Assembly Meeting of the Association shall be convened by the Board of Directors and announced to the Association members at least 21 days in advance of the meeting date.

Each member is entitled to one vote at the General Assembly meeting of the Association. Resolutions are passed by a simple majority of the members present. In the event of a tie, the Head/President shall have the casting vote.

The General Assembly of the Association has the following non-transferable duties:

- Election and deselection of the Head/President, the members of the Board, and the auditors
- Decision on the discharge of the members of the Board of Directors
- Decision on appeals from members excluded from the Association by the Board of Directors.
- Establishment and amendment of the Articles of Association
- Acceptance of the annual financial statements and the auditors' report
- Approval of the annual budget
- Determination of the membership fees

Article 8 - Board of Directors

The Board of Directors of the Association consists of at least two members. The board members are elected by the association's General Assembly meeting for a term of two years. Re-election is possible.

The Board of Directors has all competences that are not assigned to another body by law or according to the Articles of Association.

The Board of Directors constitutes itself except for the presidency and determines the signatory powers of its members.

The Executive Board may delegate management and representation tasks to the Taskforces and/or to third parties. The delegation of tasks is governed by established Rules of Procedure.

Article 9 - Management - Executive Board

The Executive Board is the governing body of the Association and consists of at least two members. The Executive Board is composed as follows:

I. Head/President

II. Secretary

III. Treasurer

The Executive Board is the operational management body of the association, represents the association externally, manages the day-to-day business, coordinates the work with and between the Taskforces, communicates with external partners of the Association, manages the budget, and prepares the Annual report.

The Association shall operate a permanent office appointed by the Board to ensure efficient management and execution of the Association's tasks. This office consists of at least one secretary. The secretary of the Association is responsible of assisting the President in managing the operational business.

The Treasurer of the Association is responsible for book-keeping, managing the revenue and expenditure accounts, managing the budget, and updating the Board with the financial status of the Association on regular basis.

Article 10 - Taskforces

The Taskforces are responsible for the planning and execution of short-term and long-term activities of the Association. These are the engines of the Association that work in specified areas to meet the objectives and achieve the goals of the Association. Taskforces are created by the Board and can be proposed and initiated by board members. Depending on the functions of the Association, some Taskforces will be designated as permanent, and others will be created upon need to meet specific objectives and then dissolved. Taskforces leaders are normally members of the board, other members of the taskforces can be board members, support persons, or volunteers.

Article 11 - Auditors

If the association is not required to have a regular or limited audit pursuant to Art. 69b of the Swiss Civil Code, the Association's General Assembly shall appoint two auditors. The term of office is two years. Re-election is possible.

The auditors shall examine the accounts of the Association. They shall report the results of their audit to the Board of Directors for the attention of the Association's General Assembly Meeting, in which they shall propose the approval or non-approval of the annual financial statements.

Article 12 - Liability

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

Article 13 - Dissolution

The dissolution of the association shall be decided by a General Assembly meeting convened exclusively for this purpose and shall require a two-thirds majority of the members present.

If the dissolution of the association takes place with liquidation of the association's assets, the Board shall carry out the liquidation and prepare a report and the final account for the attention of the association's General Assembly Meeting.

Any remaining assets shall in principle go to another legal entity with the same or similar purpose and domiciled in Switzerland, which is tax-exempt on account of its non-profit status or public purpose. The last elected board of directors decides on this, whereby it must adhere as far as possible to the last will and testament of Dr. Conradin Perner, insofar as this is known and can be implemented.

Article 14 - Association year

The Association year begins on 01.01. and ends on 31.12.

Article 15 - Communications

Notices to members shall be made by letter or by e-mail.