

Draft new IARU Articles of Association

1. Name and headquarters

An association within the meaning of Art. 60 ff of the Swiss Civil Code exists under the name of "International Amateur Radio Union" hereafter "IARU" or "The Association") with Registered Office in Zug, Switzerland. IARU is a politically and denominationally independent, not-for-profit, non-governmental organisation (NGO).

2. Purpose of the Association:

Its objectives shall be the protection, promotion, and advancement of the Amateur and Amateur-Satellite Services within the framework of regulations established by the International Telecommunication Union, and to provide support to Amateur Radio-related societies in the pursuit of these objectives at the national level, with special reference to the following:

- a) representation of the interests of amateur radio at and between conferences and meetings of international telecommunications organizations;
- b) encouragement of agreements between national amateur radio societies on matters of common interest;
- c) enhancement of amateur radio as a means of technical self-training especially for young people;
- d) promotion of technical and scientific investigations in the field of radiocommunication;
- e) promotion of amateur radio as a means of providing relief in the event of disasters and emergencies;
- f) encouragement of international goodwill and friendship;
- g) support of national societies in developing amateur radio as a valuable national resource, particularly in developing countries; and
- h) development of amateur radio in those countries where there is no national society
- j) encouragement of national and international efforts to result in an amateur radio licence which is recognised globally
- k) encouragement of international goodwill and friendship regardless of political, ethnic or religious considerations
- l) encouragement of amateur radio-sport activities
- m) protection of the fundamental, natural and finite resource of the amateur radio frequency spectrum, to keep it clean and undisturbed from man-made electromagnetic disturbances causing harmful interference to the amateur service and the amateur satellite service.

n) promotion of all additional activities related to amateur radio

p) the doing of all such other lawful things as the Association may think fit in supporting and developing the advancement of the amateur radio service

3. Membership:

The Association has individual members who support the vision and goals of IARU.

Membership is obtained via payment of the membership fee. Members can leave membership at any time. The Board can exclude a member at any time without specifying reasons.

The full membership fee is to be paid for the commenced year. The membership fee is determined by the General Assembly (GA) from time to time. The current annual contribution is one Swiss Franc (CHF 1) per member.

Members' participation:

All members are invited to the General Assembly (GA) and play an active part in the achievement of the Association's objectives.

4. Organs of the Association

4.1. The General Assembly (GA)

The General Assembly is the supreme organ. The following tasks are reserved for the GA:

- Establishing and amending the Articles of Association
- Approving the minutes of the last GA
- Electing and dismissing members of the Board and the auditors
- Approving the annual report and annual financial statements
- Discharging the Board
- Setting the membership fees
- Acknowledging the annual budget
- All other matters explicitly assigned to the GA by the law, the Articles of Association or the regulations

The annual General Assembly shall be summoned by the Board in the second half of each calendar year. An extraordinary GA shall be summoned if the Board decides to do so, or if a quorum of 1/5 of the members demands a GA in writing, stating the reason. The Board shall invite all members to the GA in writing at least 28 days in advance, stating the agenda and providing details of any motions to be discussed. Invitations via email are valid. At the GA, each member has one vote and can only cast it in person. Members are immediately eligible to vote after becoming members. The GA shall constitute a quorum if it is summoned in accordance with the Articles of Association and at least three members are present. The GA shall pass its resolutions on the basis of a simple majority of votes cast. In the event of a tie, the motion is deemed lost. A qualified majority of two-thirds of the votes from the members in attendance shall be required for resolutions regarding amendments to the Articles of Association or the dissolution of the Association.

4.2. The Board

The Board manages the Association, represents its interests to the outside world and is responsible for adherence to the objectives. The Board has the following responsibilities:

- To be the supervisory organ, the Board guarantees the financial, structural and strategic prerequisites for fulfilling the purpose of the Association.
- To be responsible for the approval of the appointment of the Secretary.
- To approve the annual budget.
- To approve tasks, projects and actions that go beyond the budget.
- To summon the GA and set the agenda.
- To enact the Standing Orders including arrangement of signature authorisation and definition of the division of responsibilities between the Board and the office.
- To acknowledge the content and execution of campaigns and projects.
- To appoint its own departments and work groups, and define their responsibilities.
- Exclusion of members.
- Other matters exclusively assigned to the Board by the law, the Articles of Association or the regulations.

The Board will assign signatory rights to its Swiss resident delegate to represent its interests with the Swiss authorities. (ie Zeichnungsberechtigter)

The Board works on a voluntary basis; its expenses shall be refunded.

The Board shall be elected by the GA and consist of at least four members. Board members can be re-elected. Co-opted members have the same rights and duties as Board members who are elected by the GA. Co-opted Board members can only be co-opted once, for no longer than until the next GA, when they must stand for election if they wish to remain on the Board. No member may have a professional interest which conflicts with the objectives of the IARU.

The Board is self-constituting.

Passing of resolutions and summoning of the Board:

The Board shall assemble as often as is necessary. Any Board member, on stating reasons, can demand that a Board meeting be called. A meeting shall also be called if the auditors demand it, stating the agenda. Decisions shall be made on the basis of a simple majority of votes cast by the Board members in attendance. In the event of a tie, the Chair has the casting vote.

Unless a Board member demands oral discussion, the passing of resolutions by way of document circulation (including email) is valid.

4.3. The office

The Association has a secretariat. The Board has power to establish appropriate arrangements. The office is managed by the Secretary. The secretariat is responsible jointly with the Board for implementation and observance of the business policy, the business regulations, the annual planning and the budget.

4.4. The auditors

The GA elects the auditors. Their term of office is four years. They may be re-elected. The auditors shall submit reports and motions to the Board for the attention of the GA. The scope of auditing shall be in accordance with the law. The auditors can be entrusted with additional auditing tasks by the GA, after consulting the Board, or by the Board.

5. Finance

The Association funds its activities via membership fees and donations.

6. Dissolution

In the event of dissolution, the existing assets must be transferred to a successor organisation if one exists. Should there be no such organisation, the General Assembly shall choose an organisation (or organisations) with similar objectives to receive the assets. These organisations must be corporate bodies exempt from tax on the basis of their charitable (not-for-profit) or public purpose and headquartered in Switzerland. In addition, any merger can only take place with another corporate body exempt from tax on the basis of its charitable (not-for-profit) or public purpose and headquartered in Switzerland.

7. Liability

The Association's liability is solely restricted to the Association's assets.

8. Entry into force of the Articles of Association

The first IARU Articles of Association were adopted at the founding assembly on [*date*] in Landshut, Germany

Signed

Date

