

## Establishment of a Swiss Association

### Summary

The International Amateur Radio Union (the “**IARU**”) desires to establish a separate entity as a Swiss association pursuant to Article 60 of the Swiss Civil Code (the “**Association**”). The Association will be the “operating arm” of IARU for the purposes of registering delegates with the International Telecommunications Union (the “**ITU**”) and other international bodies in addition to dealing with ITU on routine matters.

### Governance

The present IARU officers to be the officers of the Association. The General Assembly of the Association will be the individuals on the present IARU Administrative Council. While the intent would be that the Association would act as a separate legal body, there would be a management agreement between IARU and the Association that, among other things, would confirm the officers of the Association would always be the same individuals as the officers of IARU and that the individuals of the Administrative Council would always be the same individuals who are members of the General Assembly.

There would also be provisions in the management agreement setting out what autonomy the Association would have in dealing with ITU and other international bodies. For all purposes, the Association would be a separate legal body with its own registered address and bank account.

### Questions:

1. Can the Association be structured in the above fashion? **Yes**
2. What are the fees and costs to set-up the Association? **Aprox CHF1000** What are the annual fees and costs to maintain the Association? **Minimal** Are there any reporting requirements for the Association each year and what would the costs be for same? **Minimal** Can we confirm there are no tax obligations on the Association? **Confirmed**
3. Do the costs of the establishment and operation of the Association change from canton to canton? **Yes** Would it be cheaper to establish the Association in Zug, for example, rather than Geneva? **Yes, plus there are no translation requirements.**
4. What language should the statutes of the Association be prepared in? **English** Would it be sufficient to draft the statute in English and then have it translated to French or German? **No need if in Zug**
5. Are there any other issues with respect to the registration of the Association that we should be made aware of? **The requirement for a Swiss resident to hold a nominal position on the Board.**
6. Are there any concerns with the proposed management structure of the Association (essentially it is a principle / agent type relationship with IARU being the principle and the Association being the agent, albeit both will be separate bodies)? **No.**
7. What is the timeframe to establish the Association? **Upon execution of the documents a few weeks.**
8. What form must the Articles of Association take? **[A draft is provided in the material]**