

Statutes

VSIG Handel Schweiz
VSIG Commerce Suisse
VSIG Commercio Svizzera
VSIG Swiss Trade

BASLE

Article 1

The Federation is registered in Basle under the names of

VSIG Handel Schweiz
VSIG Commerce Suisse
VSIG Commercio Svizzera
VSIG Swiss Trade

to maintain and uphold the interests of national and international trade in goods and services in all economic, trading and social policy matters as well as in relation to legislation.

The Federation is registered for an indefinite period of time. It is a non-profit making organisation, and its individual members do not acquire any rights over the association's assets.

The Federation is entered in the Commercial Register.

Article 2

The Executive Board is authorised to accept the following as members:

- a) associations representing national and international trade in goods and services,
- b) companies engaged in national and international trade in goods and services and organisations closely associated with them,
- c) companies, organisations, and associations who are the permanent partners in national and international trade in goods and services,
- d) foreign suppliers and their organisations.

Article 3

Each of the associations defined in Article 2 sub-clause a) above are represented by two delegates to the Plenary and General Meetings whom the associations themselves select and who exercise their association's voting rights.

Each association is entitled to as many votes as it has members. Members in the categories defined in Article 2 sub-clauses b), c), and d) above have each one vote in the Plenary and General Meetings.

Article 4

Each member has to pay an annual subscription to be set by the Executive Committee as follows :

- a) for associations and organisations, in proportion to their number of members and commercial weight,
- b) for companies, in proportion to the numbers they each employ.

Subscriptions are to be paid in January of each and every year and cover the period of time from 1st January to 31st December of that year.

Article 5

Any member-association or member-company can terminate its membership at the end of any calendar year. Any that have not informed the secretariat in writing by 1st July of any year are under the obligation to pay the subscription for next following year in full.

Article 6

The executive bodies of the Federation are:

- a) the Plenary and General Meeting,
- b) the Executive Committee,
- c) the Secretariat,
- d) the Audit Committee

Article 7

The Plenary and General Meeting is the governing body of the Federation. An Annual Plenary and General Meeting takes place once a year.

Extraordinary Plenary and General Meetings can also be held, if the Executive Committee passes a resolution to this effect. They have also to be held whenever a number of members require one who between them represent one-fifth of all the voting rights. Delegates from the associations with voting rights and individual members with voting rights, and also other members of the associations, have the right to take part in the discussions at the Plenary and General Meetings.

The invitation to the Annual Plenary and General Meeting has to be sent out at least 14 days in advance and in writing, and has to state the items on the agenda. Any motions the members wish to table must be submitted to the Secretariat in writing no later than 8 days before the Meeting.

Extraordinary Plenary and General Meetings can be called at less than 14 days' notice. When a vote is taken, the motion is deemed to have been passed if a simple majority of the votes cast are in favour.

Article 8

The following matters are reserved to the Plenary and General Meeting:

- a) The election of the President, the Executive Committee, and the Audit Committee ;
- b) approval of the annual report and accounts and the release [of the President and the members of the Executive Committee from individual liability for their conduct of the Federation's business in the year just finished]
- c) approval of the budget,
- d) amendments to these Statutes,
- e) dissolution of the Federation (see article 12),
- f) appropriation of the Federation's assets in the event of dissolution,
- g) passing resolutions on all matters submitted to it by the Executive Committee.

Article 9

The Executive Committee consists of at least five members.

The President and the members of the Executive Committee are elected for a period of two years, and can be reelected.

The Executive Committee constitutes itself subject to the election of the President (see Article 8 sub-clause a).

A member of the Executive Committee or the General Manger can be entrusted with administering the Federation's funds. The Executive Committee's area of responsibility embrace all matters not reserved under these Statutes to the Plenary and General Meeting. In particular, the Executive Committee can appoint sub-committees and delegations and transfer to the individual parts of its own responsibilities.

The Executive Committee is capable of passing resolutions if a quorum of at least half of its members is present. It passes all its resolutions by a simple majority of the votes cast. In the event of the ayes and noes being equal, the President has the casting vote.

The Executive Committee draws the rules governing authorised signatures.

Article 10

The Secretariat is headed by a General Manager whose responsibilities, fields of activity, and authority are laid down by the Executive Committee.

Article 11

The Audit Committee consists of two auditors and a deputy auditor, and has the responsibility for checking the accounts and submitting a written report and a motion [of approval, or otherwise] to the Plenary and General Meeting.

A trustee or auditing company can be designated as the Audit Committee.

Article 12

The dissolution of the Federation is only possible if two-thirds of all the votes cast at a Plenary and General Meeting are in favour.

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Approved at the Plenary and General Meetings on 30th October 1945, 25th November 1976, 5th December 1997 and 27th October 2005.