

## **Articles of Association**

(Dated: 2013-09-01)

### **of the International Business Communication Standards (IBCS) Association domiciled in Kreuzlingen/Switzerland**

#### **1. Name and domicile**

“International Business Communication Standards (IBCS) Association” is the name of an association according to section 60 and following of the Swiss Civil Code (ZGB), domiciled in Kreuzlingen, which is also the domicile of the headquarters.

We strived to use gender-neutral expressions to include all genders.

#### **2. Purpose**

This association strives to promulgate, maintain and develop further the HICHERT®SUCCESS notation concept for uniform contents and layouts of internal and external business reports. The HICHERT®SUCCESS concept is to become an international standard. In order to achieve this, contacts to well-known corporations and software and consulting companies shall be established and maintained. The standards shall be made available to interested users, consultants and software developers in a suitable form.

Changes and further developments of the notation standard shall be released by Dr. Rolf Hichert or persons appointed by him for two years from the date of the establishment of the association in order to maintain the concept's structure in a consistent way. Afterwards, the executive board shall be responsible for all changes and further developments. The executive board shall consult the members and other interested parties for this purpose.

#### **3. Means**

In order to fulfill the association's purpose, the association shall use the member's fees, the amount of which shall be determined annually at the members' meeting.

The annual member's fee shall not be higher than CHF 300.-.

The association can accept contributions by other stakeholders.

#### **4. Membership**

Every individual person that actively promotes the International Business Communication Standards can become an active member with the right to vote. The executive board defines the prerequisites for active members.

All other individual persons and organizations with a general interest in the International Business Communication Standards can become a passive member without the right to vote.

Applications for active and passive memberships shall be directed to the executive board; the executive board shall decide on the acceptance.

#### **5. Termination of membership**

The membership for individuals shall terminate, when they resign from the association, when they are excluded or when they die.

The membership for organizations shall terminate, when they resign from the association or when they are excluded.

## 6. Resignment and exclusion

It is possible to resign from the association at any time. The letter of resignation shall be sent to the executive board by certified mail. The membership ends with the receipt of the letter of resignation by the executive board.

Not paying the membership fee shall be a reason for being excluded.

Failure to fulfill the prerequisites can be a reason for being excluded as an active member. The active member shall be given a delay of six months to fulfill the prerequisites before they are excluded.

Members can be excluded from the association at any time without stating reasons. The executive board shall decide on exclusions; members can request a new decision by the general assembly.

## 7. Bodies of the association

The bodies of the association are:

- a) the general assembly
- b) the executive board
- c) the auditors

## 8. The general assembly

The general assembly shall be the supreme organ of the association. A general assembly shall take place every year in the 2nd quarter.

The members shall receive an invitation to the general assembly by post or by email three weeks in advance. The agenda shall be included in the invitation.

The general assembly shall irrevocably have the following tasks:

- a) Election or deselection of the executive board and the auditors
- b) Determine and change the articles of association
- c) Approval of the annual accounts and the audit report
- d) Decision on the annual budget
- e) Fixation of the member's fee
- f) Handling of the decisions requested by members that have been excluded by the executive board

Every active member shall have one vote at the general assembly; decisions shall be made by simple majority of the valid votes. Passive members shall be invited to the general assembly but do not have a right to vote.

Extraordinary meetings shall be called within two months if at least one tenth of the members or the executive board requests this in writing announcing the agenda.

All votes and decisions of the general assembly shall be made by simple majority, with the exception of section 14. In the event of a tie, requests shall be deemed to be rejected.

## 9. The executive board

The executive board shall consist of at least three persons: the president, the accountant and the secretary.

The executive board shall represent the association externally and shall manage current transactions.

The executive board can appoint an advisory board or committees for special tasks and projects.

The executive board shall have a quorum if the majority of its members is present. Decisions shall be made by simple majority; in the event of a tie, the president's vote shall count twice.

10. The auditors

The general assembly shall elect two auditors annually that supervise accounting and shall perform spot checks at least once a year. An auditor must not be a member of the association.

11. Signature

The executive board shall decide on the signatory powers. All documents have to be signed by two persons.

12. Liability

Only the association's funds shall be used for paying debts of the association. Personal liability of the members shall be excluded.

13. Changes to the articles of association

These articles of association can be changed by a qualified majority (two thirds of the members present) approving the change.

14. Dissolution of the association

The association can be dissolved by a qualified majority (two thirds of the members present).

In the event of dissolution, the association's funds shall be given to an institution the purpose of which is similar or equal to the association's purpose.

15. Legal validity

These articles of association have been accepted by the inaugural meeting at the date of foundation and have entered into effect at this date.

The president:



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Rolf Hichert

The secretary:



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Heinz Steiner