# **Association Constitution**

#### **ILTM** - International Lunchtime Toastmasters

Verein ILTM 8000 Zürich

#### 1. Name and location

With the name "ILTM" or "ILTM - International Lunchtime Toastmasters" a Swiss non-profit association is formed in the sense of Art. 60 ff. ZGB, located in Zurich.

## 2. Goal and purpose

The association aims to promote and develop communication and leadership skills. It is set as an open association in the sense of Toastmasters International (TMI). ILTM is a trilingual association. German, English and French can be used equally during the meetings.

ILTM creates an environment, where the members are enabled to practise both prepared and improvised speeches in front of an audience. In addition, members are encouraged to develop their leadership skills.

ILTM is a member of the TMI organisation with all rights and obligations.

#### 3. Finances

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

- Membership fees
- Income from organising events
- Subsidies
- Donations and benefits of all kinds

The membership fees are set annually by the General Assembly. The financial year corresponds to the membership year (1 July - 30 June). The treasurer sends out an invoice before the start of the new membership year and is payable within 30 days of invoice issue.

The use of the funds of this association shall be limited to educational and marketing purposes as well as other applicable expenses. They may not be used for social or political purposes or for the benefit of any individual.

The president and the treasurer can collectively commit up to CHF 150.00 per transaction and within the budget.

## 4. Membership

Individuals of 18 years and older may become a member. It is desired, that a member wants to speak in front of the group in at least two of the three languages used.

Applications for membership must be addressed to the Board; acceptance is upon the Board.

All active members are entitled to all rights and privileges of this association and share its responsibilities. These responsibilities include support and contribution to the association's program and activities.

An inactive member is defined by not being at a meeting 6 times in a row. Easyspeak shows the current status of a member at the meeting day.

## 5. Termination of membership

The membership expires with natural persons by resignation, exclusion, death or non-payment of the membership fee.

## 6. Resignation and exclusion

Leaving the association is possible at any time. The letter of resignation must be addressed in writing to the Board at least one week before the end of the membership year. For the already started year, the full membership fee has to be paid. There is no refund for early termination of the membership.

Any member, including the members of the Board, may be expelled at any time for violation of the statutes or violations of the association's goals.

If any member, including the members of the Board, owes the membership fee despite a reminder, the member can be excluded by the executive committee without further reminder. In all other cases, the General Assembly decides on the exclusion. Before an exclusion, the member has the right to be listened to.

#### 7. Organs of the association

The organs of the association are:

- a) the General Assembly
- b) the Board (committee members)

## 8. The General Assembly

The supreme organ of the association is the General Assembly. An ordinary General Assembly takes place annually at least once a year.

The members are invited to the General Assembly in writing 21 days in advance, specifying the agenda. Electronic invitations are valid.

Agenda items to be submitted to the General Assembly must be submitted in writing to the Board no later than 10 days before the General Assembly.

The Board or 1/5 of the association members can at any time request the convening of an extraordinary General Assembly under indication of the purpose. The Assembly must take place no later than 4 weeks after receipt of the request.

The General Assembly has the following tasks and competencies:

- a) Approval of the minutes of the last General Assembly
- b) Acceptance of the annual report of the Board
- c) Receipt of the audit report and approval of the annual financial statements
- d) Relief of the Board
- e) Election of the president and the remainder of the Board as well as the Auditor.
- f) Determination of the membership fee
- g) Taking note of the annual budget
- h) Taking note of the activity program
- i) Amendment and changes of the Association Constitution
- i) Resolution on the dissolution of the association and the use of liquidation proceeds.

Each duly convened General Assembly has a quorum regardless of the number of members present.

Only an active member may vote.

The members pass resolutions by a simple majority. In case of a tie, the chairperson takes the casting vote.

Changes to the Association Constitution require the approval of a 2/3 majority of the voters present. The decisions taken must be noted in the minutes.

#### 9. The Board

The Board consists of minimum 3 and a maximum of 10 persons. The possible functions are described in detail in the TMI Constitution.

The term of office is 1 year. Re-election is possible for all but the president.

The elections are anonymous and follow Robert's Rules of Order - the parliamentary procedure.

The Board manages the day-to-day business and represents the association externally.

The Board issues regulations.

The Board can use working groups (specialist groups).

The Board may appoint somebody, adequately compensated, for educational or marketing purposes. The task is preferably done as voluntary work by a member of the association or within another Toastmasters club.

The Board has all powers that are not transferred in accordance with these articles to another body.

The Board constitutes itself within the framework of the specifications of TMI.

The Board meets at least every second month. Each member of the Board may demand the convening of a meeting, stating the reasons.

The meeting may take place in person or virtually (e.g. telephone).

The Board is voluntary work. The reimbursement of individual expenses may be set in the annual budget of the association.

## 10. The Auditor

The General Assembly elects 1 Auditor.

The Auditor checks the bookkeeping, carries out a random check at least once a year and reports to the Board at the General Assembly.

The term of office is 1 year. Re-election is possible.

## 11. Signatory power

The Board regulates the signing authority for two.

## 12. Liability

Liable for debts of the associations are only the association assets. A personal liability of the members is excluded.

## 13. Dissolution of the association

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The dissolution of the association can be decided by resolution of an ordinary or extraordinary General Assembly and resolved with the majority of 2/3 of the present members.

#### 14. Come into effect

This constitution were adopted at the inaugural meeting of 8th May 2019 and have come into force on this date.

The President

The Secretary