



## Annual General Meeting 2019

*Meeting Minutes – March 20<sup>th</sup> 2019 (Mills Café, Taipei)*

### Participants:

Committee:	President	Michel Blanc
	Treasurer and Deputy to President	Robert Campbell
	Vice President	Hans-Peter Fitze
	Vice President	Paul Wyss
	Community Officer	Jeroen Affolter
	Digital Communications	Heinz Henner

**Members:** There were 25 members present, including the Committee members above-mentioned. 15 are Swiss citizens. At this time 49 members have paid their dues for 2019, 30 of which are Swiss citizens, so in all respects the quorum is met.

The meeting was held on March 20<sup>th</sup> 2019 at Mills Café in Taipei starting at 19.15 after the apero which started at 18.30.

### 1. Opening and Recap of the President

President Blanc welcomes all attending association members with a short recap of the past year.

- 2018 was a challenging year, as the relationship between the Trade Office of Swiss Industries in Taiwan (TOSI), the official representatives of the Swiss Government, and the Swiss Association of Taiwan (SAT) have had some difficulties. After forced intervention by EDA Bern, these relationships have become slightly better and therefore the club is positive about the upcoming year
- In 2018 there were several good events and aperos with great participation
- For 2019 more activities are planned especially the idea of “Jass-Tournaments” shall be established. Community Officer Jeroen Affolter will be in the lead for these activities
- There were no questions or remarks on the President’s recap and outlook.



## 2. Financial Report

As per the agenda, the Treasurer Robert Campbell led through SAT's financial report for the year, which had been checked beforehand by the auditor Philipp Stalder. See attachment.

- As a positive, the club was able to generate a small profit in 2018 with a closing balance of NTD 358'460 in the books
- This could be achieved even though the overall member count was a bit lower than in previous years (79 vs. 87 at end 2017).
- In general, more budget was invested into social activities, such as aperos.

Questions:

The question was raised why it is necessary to have so much money available and if it was possible to use more of it for dedicated donations.

Answer by the committee:

- The club's assets can be used for example if a club member is in dire need and requires financial support, as other situations have shown, ad hoc funding for such cases is not easy to organize in an emergency.
- Budget can also be used in case of drastic loss of members (a bad year). Events and activities could then still be organized.

The idea of using more of the savings for donations was well received and will be taken into further consideration.

Also members are asked to provide potential projects that could be considered for support. One potential candidate is to provide more funding to Willy Boehi.

As there were no further questions, the **financials for 2018 were then approved by vote**. There were no objections.

## 3. Revision of SAT's Articles of Association

As per next agenda topic, the modification of the club's articles of association was to be discussed. As the current ones were written in 1991 with no modifications since, the committee suggests to implement a few revisions. It was specifically stated that unfortunately



the proposed revised version was sent out late, not respecting the 21 days prior to the AGM. There was no objections to this.

- The entire document with the suggested revisions is attached.
- Per request of some club members, the committee led the attendees through the entire document, highlighting and explaining the individual modifications.
- Without modification, it would not be possible to re-elect the current committee, as there is a limit for President and Vice President to terms of 3 years consecutively, which was now being up.

As there are no volunteers to step up to the committee in 2019 for any of its positions, the current committee suggested to modify this rule, so it could be re-elected in its current setup.

Question/Remarks: There were requests and remarks that currently the committee consists of mostly senior men, and the goal should be to get younger club members to take over some responsibilities and to get female committee member as well.

- None of the current committee members had any objection to this and everybody agreed, they would not mind to hand over their role in the committee to new members. However as previously mentioned, there had not been any volunteers.
- As no further remarks/questions came from the attending members, the voting for adjusting the charter was executed.

**Voting:** The adjustments of the charter with the discussed modifications **passed** with 22 votes in favor and 3 abstentions.

#### 4. Election of the Committee 2019:

With the new charter in place, in a final vote, the existing committee was able to be re-elected

**Voting:** The committee was successfully re-elected with no objections.

For 2019 the committee remains therefore in its current setup:

President	Michel Blanc
Treasurer and Deputy to the President	Robert Campbell
Vice President	Hans-Peter Fitze
Vice President	Paul Wyss
Community Officer	Jeroen Affolter
Digital Communications	Heinz Henner



5. Closing:

With no further topics raised, the annual general meeting was declared over at 20:15.

Attachments:

1. Financial Statements per December 31, 2018.
2. Revised and approved new Articles of Association.





*Swiss  
Association of  
Taiwan*

*Articles of  
Association*

# SWISS ASSOCIATION OF TAIWAN

## Articles of Association

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## **NAME, PURPOSE AND DOMICILE OF THE ASSOCIATION**

- Art. 1 The Swiss Association of Taiwan is a non- political, non-profit seeking association of Swiss nationals and friends of Switzerland residing in Taiwan.
- Art. 2 The purpose of the Association is to:
- foster friendship and contact among the local Swiss community.
  - foster friendship and contact between the Swiss community and friends of Switzerland.
  - act as a liaison body between the local Swiss community and the Swiss Authorities.
  - organize any cultural, recreational or sporting events and/or activities that are in the general interest of its members and the Swiss community in general, in particular organizing the 1st of August Swiss National Day celebrations.
  - to liaise with other national cultural associations in Taiwan with an aim to co-ordinate activities and if possible foster cross-cultural contacts.
  - organize and/or take care of any activity or support that is considered necessary or in the interest of its members.
- Art. 3 The domicile of the Association is at the office of the President or Treasurer of the Association.

## **MEMBERSHIP AND VOTING**

- Art. 4 The Members of the Association are Ordinary Members.
- Ordinary Members are Swiss or Non-Swiss citizens over 18 years of age residing in Taiwan, having declared the wish to become Ordinary Members and having paid the annual membership fee for Ordinary Membership. Corporate membership is possible/welcome, however their membership will reside with 2 people designated as their representatives.
- Art. 5 The number of Non-Swiss Members shall at no time exceed the number of Swiss members.
- In the event of the quota of Non-Swiss Members nearing exhaustion, the addition of Non-Swiss Members can be suspended for some time.
- Art. 6 All members of the Association residing in Taiwan who have paid their membership dues (at the latest at that time) shall have one vote each. Families/couples have 2 votes, but only those present can vote. There shall be no votes by proxy.
- Art. 7 Rights and Obligations of Members:



All members (Swiss & Non-Swiss) have equal rights and shall support as actively as possible the goals of the Association. In particular they should observe the deadlines for the membership-renewal. If they have not paid their membership dues by June 30 of the year, they will cease to be members.

## **FINANCE AND MEMBERS' LIABILITIES**

- Art. 8 Membership dues shall be used to cover the administration expenses of the Association as well as to subscribe to possible losses incurred in organizing social, cultural, or sports activities, or support donations to charities decided upon by the Committee.
- Art. 9 All activities organized by the Association shall be planned to be cost-covering but the Committee at its discretion may decide to run events at a loss provided that the Association's funds permit such a decision.
- Art. 10 The liability of any member of the Association towards third parties shall be limited to the annual membership dues paid to the Association.
- Art. 11 Contribution for all Members within their category shall be identical. Children of members, below the age of 18, pay no contribution. The committee can name members who have a strong track record of contribution or attachment to the association as honorary members. Honorary members cannot vote.

## **GENERAL MEETINGS**

- Art. 12 The General Meeting is the highest organ of the association. An Annual General Meeting shall be held in the first quarter of every calendar year. Extraordinary General Meetings will be called by decision of the Committee or whenever ten percent of the Members request it.
- Art. 13 Both Annual and Extraordinary General Meetings are presided over by the President, or in his absence by the Vice-President or by any other Ordinary Member elected for the purpose. In case of even votes, the member presiding the meeting has the decisive vote.
- A Committee Member determined by the Committee keeps the minutes of the proceedings.
- Art. 14 The presence of one tenth of all Members entitled to vote and at least an equal number of Swiss members as there are Non-Swiss Members present is necessary for the Annual General Meeting. If a quorum is not reached at the Annual General Meeting, the member presiding this meeting convenes an Extraordinary General Meeting which is to take place not less than 21 days later. The ordinary Members then present shall form the quorum.
- All decisions and votes in General Meetings are taken by simple majority.
- Art. 15 The Annual General Meeting

- a) The Annual General meeting is convened in writing by the President or Acting President not less than twenty-one days in advance. The invitation to the meeting shall enumerate the matters to be discussed and be accompanied by the audited accounts. Any member present in Taiwan who is entitled to vote may request that a proposition be submitted to the meeting provided such member addressed the proposition to the Committee not less than seven days prior to the meeting.
- b) The Annual General Meeting
  - decides on amendments to and alterations of the Articles of the Association.
  - receives the Committee's report on the activities of the Association during the year under review.
  - examines and approves the accounts.
  - fixes the annual membership fees.
  - elects the Committee for the ensuing year.
  - elects the auditor.
  - discusses and decides on any proposition submitted to the meeting

Art. 16 The Extraordinary General Meeting

- decides on all matters of the Annual General Meeting, if such meeting failed to attain the quorum.
- decides on the dissolution of the Association. At least half of the Members must be present at this Meeting. The dissolution has to be decided if the Membership falls to five members.
- winds up the business of the Association and disposes of the assets. If there is any surplus left after paying all debts this is to be donated to a suitable charity organization in Taiwan.
- discusses and decides on all matters submitted to the meeting by a member eligible to do so.

**COMMITTEE**

Art. 17 The Committee consists of a President, a Vice President, a Treasurer, and at least two other members and they shall be elected by the Members at the Annual General Meeting in every year to hold office until the Annual General Meeting in the ensuing year.

The President must always be a Swiss national and there shall not be more than two non-Swiss Members in the Committee at any one time.

All members serving on the committee act in an honorary capacity.

Vacancies occurring during a term of office may be filled by the Committee co-opting a member in good standing for the rest of the term. The committee can act if three members are present, of whom two must be Swiss Members.

- Art. 18 The Committee is presided over by the President or in his absence by the Vice-President, or another member. A Committee member keeps minutes of the proceedings and the membership files.

The Treasurer deals with the financial matters of the Association, collects the contributions and keeps the accounts. Unless it becomes possible for a non-registered association like ours to have their own account, the Treasurer shall keep an association-dedicated bank account in their name to keep the association's funds safeguarded.

The Committee decides by simple majority. In case of even votes, the Chairman has the decisive vote.

- Art. 19 The Committee represents the Association against third parties.

All correspondence in the name of the Association shall be signed by one Committee Member, as a rule by the President.

- Art. 20 The Committee is convened by the President or by a member designated by the President as often as it is considered necessary.

The committee deals with all matters which are not in the competence of the General Meeting.

Under its responsibility, the Committee can appoint Sub-committees or delegate certain tasks to its members or to any members not serving on the Committee.

- Art. 21 The committee will especially
- organize such social, educational or cultural activities which are considered to interest the Swiss community.
  - organize the celebration of the Swiss National Day or Swiss groups of persons travelling through Taiwan if the Swiss community may be interested in meeting them.
  - contact Swiss citizens or maintain contact with the Swiss Authorities on questions of general Swiss interest.

## **AUDITOR**

- Art. 22 Any Member can be elected as Auditor by the Annual General Meeting. The Auditor will examine the books of the Association and ascertain the correctness of the accounts and the existence of the assets.

## **FINAL PROVISIONS**

Art. 23     The Articles of Association can be altered at any time by a General meeting. The text of the amendments must be in the hands of the resident members not less than twenty-one days prior to that General Meeting. Amendments need a majority of two-thirds of the members present.

Based on original of Taipei, November 1991

Revised version approved at the AGM of March 20, 2019.