



## STATUTES OF ASSOCIATION

### AFRICAN ASSOCIATION FOR VERTICAL FARMING, STEIN AM RHEIN, SWITZERLAND.

#### ARTICLE 1

The **African Association for Vertical Farming** is a non-profit association governed by the present statutes and, secondly, by Articles 60 et seq. of the [Swiss Civil Code](#). It is neutral politically, and non-denominational.

#### ARTICLE 2

The Organization's headquarters are located in Stein am Rhein, Switzerland.

The Association shall be of unlimited duration.

#### AIMS

#### ARTICLE 3

The Association shall pursue the following aim(s):

*i) to bring a greater awareness of the UA scene in Africa,*

*ii) to bring in methods on nutrition and food safety;*

*iii) to create sustainable management and use of natural resources;*

*iv) to introduce capacity building for sustained management of natural resources and increased agriculture production as well as charitable purposes.*

**In particular, the African Association for Vertical Farming, fulfils the mission of its presence through:**

- t) Resource conservation, sustainable agricultural practices, youth and female empowerment, and poverty uplift.
- tu) Bringing in technology partners and experts from formed network in Africa and aiming to install promote the growth of sustainable, innovative methods that will help the farmers in need to become financially viable.
- tuu) As the association develops the African network, we also believe that there must be a humanitarian aspect to our endeavors. We aim to use the AAVF to form partnerships that will directly benefit communities in need. We have also identified several projects that we can become directly involved in, bringing organizational and management knowledge to install new food production methods that will help these projects improve their own financial sustainability.



## RESOURCES

### ARTICLE 4

The Association's resources are derived from:

- donations and legacies
- sponsorship
- public subsidies
- membership fees
- any other resources authorized by the law.

The funds shall be used in accordance with the Association's social aims.

## MEMBERS

### ARTICLE 5

To become a member of the Association

Any physical person or legal entity may become a member if they have demonstrated their dedication to the goals of the Association through their commitments or actions.

The Association comprises:

- founding members (The Executive Committee)
- active members (General Assembly)
- honorary members (Advisory Board)
- associate members (Auditors)

Requests to become a member must be addressed to the Committee. The Committee admits new members and informs the General Assembly accordingly.

#### **Membership ceases:**

- On death;
- By written resignation thereby notifying the Committee at least six months before the end of the financial year;
- By exclusion ordered by the Committee, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 days of the Committee's decision being notified;
- For non-payment of dues for more than one year.

In all cases the membership fee for the current year remains due. Members who have resigned or who are excluded have no rights to any part of the Association's activities.



The Association's assets will be used for obligations/commitments contracted in its name. Members have no personal liability.

## **ORGANS**

### **ARTICLE 6**

The Association shall include the following organs:

- General Assembly
- Executive Committee
- Auditor

## **EXECUTIVE COMMITTEE AND GENERAL ASSEMBLY**

### **ARTICLE 7**

The Executive Committee is the Association's supreme authority. It is composed of the President and Vice President.

Together with the General Assembly, it shall hold an Ordinary meeting once each year. It may also hold an extraordinary session whenever necessary, at the request of the General Assembly or at least of one-fifth of its members.

The General Assembly shall be considered valid regardless of the number of members present. The General Assembly plays an important role within the Association, however will not take or make decisions on any internal matters facing the Associations. The Executive Committee will sort all internal disagreements should there be any. Should this fail, the advisory board can be involved.

To turn to the Swiss Law should disagreements result to the harming of the Association.

The Executive Committee shall inform the members in writing of the date of the General Assembly at least six weeks in advance. The notification, including the proposed agenda, shall be sent to each member at least 10 days prior to the date of the meeting.

### **ARTICLE 8**

The Executive Committee:

- Shall approve the admission and expulsion of members
- Appoints the Advisory Board, Associate members (Auditors/Treasurer)
- Notes the contents of the reports and financial statements for the year and care on their adoption
- Approves the Annual Budget
- Supervises the activity of other organs, which it may dismiss, stating the grounds therefore
- Fixes the annual membership fees.

**ARTICLE 9**

The General Assembly is presided over by the President and Vice President.

**ARTICLE 10**

Decisions of the General Assembly shall be taken by a majority vote of the members present. In case of deadlock, the President shall have the casting vote.

Decisions concerning the dissolution of the Association must be approved by a two-third majority of the members present.

**ARTICLE 11**

Votes are by a show of hands. Voting can also take place by secret ballot, if at least five members request it.

**ARTICLE 12**

The agenda of the ordinary annual session of the General Assembly must include:

- Approval of the Minutes of the previous General Assembly
- Approval of the Committee's annual Activity Report
- Approval of the report of the Treasurer and of the Auditor
- Setting of membership fees
- Approval of the budget
- Approval of reports and accounts
- Miscellaneous business

**EXECUTIVE COMMITTEE****ARTICLE 13**

The Committee is authorized to carry out all acts that further the purposes of the Association. It has the most extensive powers to manage the Association's day-to-day affairs.

**ARTICLE 14**

The Executive Committee is composed of at least 2 members. Each member's term of office is unlimited. The Committee meets as often as the Association's business requires.



## **ARTICLE 15**

The Executive Committee members work partly on a volunteer basis with minimum pay to cover the administrative costs and as such will be reimbursed for their actual expenses and travel costs. Potential

attendance fees cannot exceed those paid for official commissions. For activities beyond the usual function, each Committee member is eligible for appropriate compensation.

The paid employees of the Association have only a consultative vote on the Committee.

## **ARTICLE 16**

Further functions of the Executive Committee are:

- to take the appropriate measures to achieve the goals of the Association
- to convene the ordinary and extraordinary General Assemblies
- to take decisions with regard to admission of new members as well as the resignation and possible expulsion of members
- to ensure that Statutes are applied, to draft rules of procedure, and to administer the assets of the Association

## **AUDITOR**

## **ARTICLE 17**

Each year the General Assembly shall check and approve the Accounts of the Association. The Executive Committee will present this openly.

The auditors shall check the operating and annual accounts prepared by the Executive Committee and present a written and detailed report to the annual ordinary general meeting.

## **SIGNATURE AND REPRESENTATION**

## **ARTICLE 18**

The Association is legally bound by the individual / joint signature of the President and Vice-president of the Committee.

## **VARIOUS PROVISIONS**

## **ARTICLE 19**

The financial year shall begin on 1 January and end on 31 December of each year.



## ARTICLE 20

Should the Association be dissolved, the available assets should be transferred to a non-profit organization pursuing public interest goals similar to those of the Association and likewise benefiting from tax exemption. Under no circumstances should the assets be returned to the founders or members. Nor should they use a part or a total of assets for their own benefit.

The present Statutes have been approved by the Constituent General Assembly of April 8, 2019 at 16:30 in Johannesburg, South Africa

For the Association

President  
Josephine Favre

Vice-President  
Veronica Shangali Aswani

\*The following Statutes are of association under Swiss law.