

# Association Statute

Life4me.plus to fight AIDS, Hepatitis C and Tuberculosis  
with its registered office in Lenzburg

## 1. Name and registered office

Under the name “Life4me.plus to fight AIDS, Hepatitis C and Tuberculosis” (hereinafter “LFM+”) an association exists in the meaning of Article 60 *et seq.* of the Swiss Civil Code (*Schweizerisches Zivilgesetzbuch*) with its registered office in Lenzburg (AG).

## 2. Purpose

- prevention of new infections with HIV, hepatitis C and other STIs, as well as tuberculosis;
- AIDS prevention;
- supporting people with HIV/AIDS, hepatitis C and tuberculosis and their loved ones;
- improvement of access to medication;
- improvement of the quality of treatment and care;
- combating and preventing discrimination in connection with HIV/AIDS, hepatitis C and tuberculosis;
- promotion of integration;
- legal assistance.

The Association has no religious or party political affiliations.

The Association is a non-profit organization.

## 3. Funding

Funds are obtained for the Association through:

- Membership contributions
- Sponsors
- Subsidies, donations, gifts and bequests
- Borrowed capital
- Conducting commercial activities

The Association is entitled, for the purpose of pursuing its corporate purpose, to participate in or found companies and purchase or sell land or properties, as well as to perform transactions that serve the corporate purpose.

#### **4. Membership**

Membership is open to all persons or corporations who/which would like to support the Association's goals and interests. Individual members are persons of either gender and collective members are legal persons, companies or associations of any kind.

Applications to join the Association must be submitted to the President. The Executive Board will decide whether to admit the applicant.

The membership contribution is a one-off fee of CHF 30.00 for natural persons or a one-off fee of CHF 100.00 for collective members.

#### **5. Expiry of membership**

Membership shall expire:

- for natural persons due to withdrawal, exclusion or death
- for legal persons due to withdrawal, exclusion or dissolution

#### **6. Withdrawal and exclusion**

Members may withdraw from the Association at any time. The withdrawal letter must be submitted to the President by registered mail at least four weeks before the Ordinary General Meeting.

A member who/which fails to fulfill his/her/its obligations or acts in a manner which is damaging for the Association may be excluded by the Executive Board.

Members who have withdrawn or have been excluded have no entitlement to the Association's assets or paid contributions.

#### **7. Corporate bodies**

The Association's corporate bodies are:

- a) the General Meeting
- b) the Executive Board
- c) the Board of Control

#### **8. The General Meeting**

The supreme body of the Association is the General Meeting. An Ordinary General Meeting shall be held each year within 11 months from the end of the financial year.

The members shall be invited to the General Meeting in writing three weeks in advance, with the agenda attached to the invitation.

The General Meeting has the following irrevocable tasks:

- a) Electing / recalling the Executive Board and the Board of Control
- b) Approving and amending the Statute
- c) Approving the annual financial statements and the Board of Control's report
- d) Adopting a resolution on the annual budget
- e) Setting the membership contribution
- f) Dissolving the Association

Each member has one vote at the General Meeting. For a resolution to be adopted, a majority of the members present or represented must vote in favor of the motion (transaction). In the event of equality of votes the President of the Association shall have the casting vote.

The Secretary shall record minutes of General Meetings and their resolutions.

## **9. The Executive Board**

The Executive Board consists of at least three persons:

- President
- Vice-President
- Secretary
- Treasurer

Combining multiple roles is permissible. The Executive Board shall be elected and constituted for the first time by the foundation meeting. After one year the election shall be confirmed by the General Meeting.

The term of office of the members of the Executive Board amounts to one year. Re-election is permitted.

The Executive Board shall be capable of adopting resolutions if at least half of its members are present. Each member has one vote. In the event of equality of votes the President shall have the casting vote.

The Executive Board represents the Association externally and conducts its ongoing business. Each member of the Executive Board has the right to convene a meeting of the Executive Board. The Executive Board shall meet as often as the Association's business Association Statute for Life4me.plus to fight AIDS, Hepatitis C and Tuberculosis

demands it. Minutes shall be recorded for each meeting of the Executive Board and its resolutions.

The Treasurer is responsible for managing the finances and accounting. He/she may commission natural or legal persons (who need not be members) to perform those tasks.

The Executive Board may delegate the management of its business to managers engaged by the Association under an employment contract. The Executive Board may grant such managers a collective power of attorney (Article 458 *et seq.* of the Swiss Code of Obligations (*Obligationenrecht*)).

The members of the Executive Board shall work on a voluntary basis and, as a rule, for their outlays they shall only have an entitlement to be reimbursed for actual expenses and cash expenditure. Appropriate compensation may be paid for special performances rendered by individual members of the Executive Board.

#### **10. The Board of Control**

The Association may, by way of a resolution of the General Meeting, elect a Board of Control, which may be a natural person or a legal person in the form of a trust or auditing firm. The term of office amounts to two years. The Board of Control may be re-elected.

The financial year is the calendar year. Financial statements shall be drawn up for the first time as at December 31, 2017.

#### **11. Signature**

The Association enters into obligations through the individual signature of a member of the Executive Board.

#### **12. Liability**

Only the Association's assets are liable for the Association's debts. Any personal liability of the members is excluded.

#### **13. Amendments to the Statute**

This Statute can be amended if three quarters of the members present vote in favor of the proposed amendment.

#### **14. Dissolving the Association**

The Association may be dissolved with the consent of the entire Executive Board and by a resolution adopted by three quarters of the members at a members' meeting specifically

convened for that purpose. At the same time, a person shall be designated to be responsible for the liquidation of the Association.

The funds remaining after the dissolution of the Association shall be given to a tax-exempt institution with its registered office in Switzerland with the same or a similar corporate purpose. Distribution among the members is excluded.

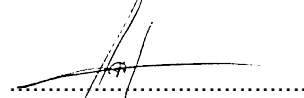
**15. Effective date**

This Statute shall become effective upon its approval by the foundation meeting.

Place, date:

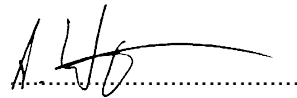
Lenzburg, 10/14/2017

Chairman:

A handwritten signature in black ink, appearing to be 'A. Schneider', written over a horizontal dotted line.

Dr. Alex Schneider

Minutes secretary:

A handwritten signature in black ink, appearing to be 'A. Wagner', written over a horizontal dotted line.

Dr. Andreas Wagner