



Statutes

Chapter I: Association designation, headquarters, mission and resources

Article 1

Set up under the name *Au Cœur du Niger*, the Association is governed by private law as stated in articles 60 et seq. of the Swiss Civil Code.

Article 2

Association headquarters are in Romont. Its duration is undetermined.

Article 3

The Association is a non-profit, public service organisation. It is independent, impartial and neutral. Its objective is to bring relief, aid and assistance to street children and women with leprosy in the streets of Niger through the distribution of food, medical care and treatment onsite. The Association is without lucrative or commercial ends.

To accomplish its mission, the Association is entitled to organise the sale of locally made products and second hand goods, serve meals, show films, organise conferences and give presentations, providing the activities support the mission stated by the Association.

Article 4

Association resources come mainly from conferences, presentations, second hand sales, meal provision, grants, donations, lottery revenue, raffles, charity fairs and tombolas, dues, legacies, inheritances, and revenue from a variety of services and activities.

Chapter II: Association Members

Article 5

Active Members:

Any physical person may adhere to the Association. However, only physical, legal aged persons capable of discernment may claim Association membership

Acquisition and Loss of Membership

Article 6

For Association membership, a written request shall be made to the committee, which shall examine and issue an immediate decision. The committee shall inform the candidate of its decision, whether positive or negative. The committee shall not give reasons for a refusal.

Article 8

Membership is terminated:

- a) if a member withdraws from the Association, which may be done at any time through a written request of one month's notice,
- b) in the event that a member dies or is placed under guardianship for incapacity of discernment,
- c) with general assembly exclusion. In the event that a lawful member is excluded, the authority he or she represents shall designate a replacement. Designation procedure is identical.

Member Rights and Responsibilities

Article 9

Member participation in Association activities is voluntary, including assemblies, relief and charity events, recreational activities, entertainment, lotteries, charity fairs, raffles, etc.

The commonwealth is applicable to Association commitments only and excludes members from any personal responsibility. Members shall be held personally accountable for intentional criminal acts only.

In the event of resignation or exclusion of a member, dissolution, merging or take-over of the Association, no person shall claim a part of the commonwealth, which is intended irrevocably for the social cause.



Chapter III: Organisation and Administration

General Assembly

Article 10

The general assembly is the Association's supreme body. It is composed of members in accordance with articles 5 and 6 of the current statutes.

A donation of CHF 100 within the year grants the right to participate in the assembly, without right to vote.

The assembly shall meet at least one time annually to discuss accounts and the budget. An extraordinary general assembly shall be called should the committee deem necessary or should one fifth of the member body approach the committee in writing, with reasons to support the request.

The general assembly is convened in writing by the committee 10 days prior with the order of the day. In order that donors may participate, the Assembly is also convened through an announcement in a Fribourg newspaper.

Article 11

The general assembly is chaired by the president of the committee or, by default, the vice-president or other committee member.

The committee secretary shall also act as secretary to the general assembly.

The general assembly shall adjudicate on an absolute majority vote by the members present. A single vote is allocated to each member. Representation is prohibited.

Votes and nominations shall be carried out through the raising of hands or secret ballot, should one fifth of the member body present so request. In the case of an equally divided vote on a decision, the presidential vote shall break the tie.

A two-thirds Association member majority is required to adopt or revise statutes, dissolve the Association, merge with a second moral person or dismiss governing committee members.

Article 12

It is in the general assembly's jurisdiction to:

- a) adjudicate on the admission, demission or exclusion of Association members;
- b) name the president, committee members and audit commission members, and to dismiss them when appropriate;
- c) approve the annual management report;
- d) approve the annual budget and accounts, and take note of the auditors' report;
- e) set the amount of annual dues;
- f) authorise expenditures exceeding CHF 10,000;
- g) approve conventions, service mandates and collaboration;
- h) adjudicate on items on the order of the day, as well as on individual proposals set before the operational committee three days prior to the assembly;
- i) modify statutes;
- j) rule on Association dissolution or merging with another moral person.

The Committee

Article 13

The Association is governed by a committee of at least five members, named by the general assembly for a two-year term, re-elected biennially.

The committee elects a vice-president and distributes tasks among its members for the duration of their mandates.

The secretary and treasurer shall not be required to be members of the Association. The secretary and treasurer have advisory status.

Committee members are volunteer and pro bono publico. They shall receive no compensation for their work.

Article 14

The committee shall meet as often as deemed necessary, convened by the secretary with an order of the day finalized by the president.

The committee shall deliberate only when at least four members are present. In the event of an urgent matter,



the president is authorized to take all necessary decisions and measures. He shall draw up a report and request approval at the earliest committee meeting.

Decisions by the operational committee are contingent on an absolute majority vote. However, unanimity is required when only four members participate in the deliberations.

Minutes shall be retained by the secretary and signed by the president and their author to record all deliberations and decisions made by the committee and general assembly.

Article 15

It is within the committee's jurisdiction to:

- a) defend the interests of the Association;
- b) take all necessary action in pursuit of the Association's mission in the event that other Association bodies are not competent;
- c) convene ordinary and extraordinary general assemblies;
- d) present an annual activities report to the ordinary general assembly;
- e) present the following year's budget at the annual fall assembly;
- f) present accounts from the preceding year and the annual report through December 31 at the annual spring assembly;
- g) prepare conventions, service mandates and collaboration;
- h) authorise the investment of capital and expenses not exceeding CHF 10,000 and which do not come under the jurisdiction of the current administration;
- i) adjudicate on legacies, inheritances and donations;
- j) authorise proceedings and transactions;
- k) grant delegation of power.

Article 16

The Association is lawfully bound by the collective signatures of two persons, namely the president, vice-president, treasurer and secretary.

Auditors

Article 17

The general assembly shall name an auditor and deputy from among Association members for a two-year term, re-elected biennially.

Following committee approval, the accounts and report shall be submitted to the auditor.

The auditor shall submit to the general assembly a written and signed report accompanied by any remarks or proposals.

Chapter IV: Statute Modification and Dissolution

Article 18

The present statutes may be modified at any time by a general assembly specifically convened and with a two-thirds majority vote of members present. Modification proposals shall be announced in the notification.

All decisions relative to the dissolution of the Association or its merging with another moral person shall require a two-thirds majority of those members present at a general assembly of no less than half the Association members convened for said purpose.

Article 19

In the event that the Association is dissolved, the estate shall be transferred to a tax-exempt public service humanitarian Association of similar pursuit.

Article 21

The present statutes were approved on November 2, 2009 at the constitutive assembly, and article 13 modified on January 5, 2010. They are effective immediately.

Secretary:

Isabelle Macheret

Co-president:

M. Charles Phillot