

1. NAME AND DOMICILE

The association **WAKITA** exists under the terms expressed in Article 60 ff ZGB with a domicile in Zurich. The association has no political or religious affiliations.

2. PURPOSE

The association runs an outdoor childcare and education center of the same name in the city of Zurich for children from 2 years of age up to entry into primary school. The center is open to all children; admission is available regardless of origin, religion, nationality or economic status.

The association acts as a catalyst to both big and small, young and old, in developing their own self-reliant relationship to their fellow man, and most especially to Nature.

The association supports the continued development and propagation of the educational philosophies of learning in the outdoors.

3. MEMBERSHIP

Membership is opened to all those persons and statutory corporations who seek to support the goals and interests of the association. The association, through its general assemblies, reserves the right to decline membership.

Membership is made active through the payment of the annual membership fees. Membership expires through withdrawal or removal. Each member may leave at any time. Exiting or dismissed members have no claim on a refund of membership fees from the current year or from the association's assets.

A member who does not fulfill duties or acts in ways detrimental to the association, can be removed from the association through two-thirds majority vote in a general assembly.

3.1 ACTIVE AND DISTANT MEMBERS

Active members comprise of those family members whose child (or children) attend **WAKITA**. All others are distant members or collective members (legal entities).

3.2 MEMBERSHIP RIGHTS

All members share the same rights. Each has unlimited voting rights at general assemblies as well as the right to make a motion. Both parents, as active members, have one vote; passive and collective members each have one vote.

3.3 MEMBERSHIP DUTIES

Active members assist in the operational concepts of **WAKITA** and its daily operational needs. They take part when possible in public events organized by **WAKITA**.

4. FINANCES

The association's financial sources are brought in through the following:

- Parent contributions
- Membership fees
- Subsidies (if possible)
- Capital contributions through sponsors and benefactors

Membership in the association is cost-free to board members during their term. The association year begins on August 1.

5. ASSOCIATION BODIES

- General Assembly
- Board of Directors
- Internal Auditors

5.1 GENERAL ASSEMBLY

The General Assembly is the highest governing body within the association. It convenes at least once a year when called by the Board of Directors (a minimum of 30 days in advance). It makes decisions of general principal, fulfilling the following main functions:

- Elects the Board of Directors and the Internal Auditors.
- Approves the annual statistics and the minutes of the previous year's General Assembly as well as the annual financial report and auditing report. It also approves the budget for the following year.
- Maintains power of resolution in all open motions and business proceedings, especially decisions regarding parent and membership dues, operational costs as well as the educational concept of **WAKITA**.

Motions handed to the General Assembly should be submitted to the Board of Directors at least 14 days in advance to its implementation. The Board of Directors can call an extraordinary General Assembly or is required to do so when requested by at least one-fifth of the General Assembly.

Resolutions require a majority vote of attending members. In the case of amendments to bylaws or the dismantling of the association, the agreement must reach two-thirds of the attending members. Each duly called General Assembly is quorate when at least two-thirds of the members are in attendance.

5.2 BOARD OF DIRECTORS

The Board of Directors comprises a minimum of 3 members which are elected biennially. The Kita Staff sits on the Board in an advisory capacity. Resignation from the Board of Directors is only possible through a General Assembly. If a member of the Board of Directors leaves early, the Board has the authority to carry out a by-election, subject to confirmation at the next upcoming General Assembly.

The Board of Directors has the following functions and responsibilities:

- Financial and administrative management of the Association and **WAKITA**, especially in terms of human resources management.
- External representation of the association.
- Handling of all business affairs not expressly assigned to another organ in the association.

The Board of Directors can delegate duties. It has authority to declare a quorum when at least half of the members are in attendance. It makes decisions based on a single majority vote. In the case of a parity of votes, the President of the association has the decisive vote.

5.3 INTERNAL AUDITORS

The General Assembly elects two Internal Auditors who carry out an annual audit, reporting back to the General Assembly in written form. They are not required to be members of the association. They may seek re-election. Members of the Board of Directors may not hold a position as an Internal Auditor. The General Assembly may use the services of an external auditing or trust company.

6. ASSOCIATION FUNDS AND LIABILITY

The association is only liable for its obligations with funds belonging to the association. All members of the association and Board of Directors are exempt from personal liability. If the association disbands at any time, any surplus of assets will be transferred to an organization with similar interests.

7. INCEPTION

Passed at the founding assembly on July 3, 2003.