

Statutes of the association Fundiertes Bauen Schweiz

27.09.2025

I. General Provisions

Art. 1

Name ¹ The name of the Association described herein is *Fundiertes Bauen Schweiz*, abbreviated *FBS*.

² The Association exists in accordance with Articles 60 et seq. of the Swiss Civil Code.

Art. 2

Domicile The Association has its domicile in Biel/Bienne.

Art. 3

Purpose ¹ The purpose of the FBS Association is to sustainably improve the Swiss built environment through mediation work.

² Mediation work includes, without limitation, the following activities:

- a. The publishing of media on architecture, construction, and urban planning.
- b. The promotion of communication and cooperation between interested parties.
- c. The development of projects for the built environment.

³ Improvements include, without limitation, the following architectural and planning measures:

- a. Architecture and spatial planning should be appropriate, harmonious, and aesthetic within their context.
- b. Buildings and infrastructure should be energy-efficient and sustainable.
- c. Buildings should serve as living spaces that meet the needs of their users and fulfil their intended purpose.

⁴ The Association's mission statement defines its purpose and objectives.

Art. 4

Voting ¹ Decisions are taken by simple majority, unless otherwise provided in these Statutes.

Majorities ² Majorities are clearly ascertainable, for example through the use of voting cards.

Art. 5

Statutes ¹ These Statutes constitute the legal foundation of FBS.

² These Statutes may only be amended by a two-thirds majority of the General Assembly.

³ These Statutes are publicly accessible.

Art. 6

Ideological ¹ FBS is politically, ideologically, and religiously neutral.

Orientation ² Enlightened values, equality, and sustainability guide all actions of FBS.

³ The Association's guiding principles are set out in the mission statement.

Art. 7

Language and ¹ The Association aims to promote multilingualism, principally in the official
Communi- languages of the Swiss Confederation and in English as the international language.

cation ² Communication is primarily conducted in writing, including via email.

Liability	<p>Art. 8</p> <p>The Association's assets are liable for its debts. Members have no personal liability.</p>
Membership	<p>Art. 9</p> <p>¹ Membership is open to all natural persons who actively participate in the development of FBS. Their work is voluntary.</p> <p>² Members are organised into various committees, in which they have powers similar to those of the Board.</p> <p>³ Members are admitted by the Board as required and upon application. The Board's decision on admission or rejection is final.</p> <p>⁴ Membership lasts four years and may be renewed upon confirmation by the Board.</p> <p>⁵ Resignation must be submitted in writing, subject to three months' notice, effective at the end of any calendar year.</p> <p>⁶ A member may be expelled with immediate effect by a two-thirds majority of the Board for a breach of these Statutes, endangerment of the Association's objectives, or other serious reasons. An appeal may be lodged with the next General Assembly.</p>

II. Internal Organisation

Governing Bodies	<p>Art. 10</p> <p>¹ FBS consists of the following governing bodies:</p> <ol style="list-style-type: none"> The Board; The General Assembly. <p>² The following also participate in FBS:</p> <ol style="list-style-type: none"> Subscribers; Employees.
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1. The Governing Bodies

1.1. The Board

General	<p>Art. 11</p> <p>¹ With the exception of the President, the Board constitutes itself and is the core governing body of the FBS Association. It consists of at least the following offices:</p> <ol style="list-style-type: none"> The Presidency; The Vice-Presidency; The Treasury. <p>² The Board may provisionally create additional offices, subject to confirmation at the next General Assembly.</p>
Duties	<p>Art. 12</p> <p>¹ The Board conducts the ordinary business of the Association, represents the FBS Association externally, issues regulations, and establishes committees.</p> <p>² To achieve the objectives of the Association, the Board may appoint internal staff or engage external consultants for reasonable compensation.</p> <p>³ The Board performs any further duties assigned to it under the Swiss Civil Code or these Statutes.</p>
Role and Mandate	<p>Art. 13</p> <p>¹ Service on the Board is voluntary.</p> <p>² Individual members of the Board are elected by a simple majority at the General Assembly for a term of four years. Re-election is permitted.</p>

³ The Board may convene as often as business requires. Any Board member may request the convening of a meeting, providing justification.

⁴ Unless a Board member requests oral deliberation, resolutions adopted by circular procedure are valid.

⁵ The number of Board members is limited as circumstances require. In the event of a vacant office, a new Board member may be provisionally and exceptionally appointed. Provisional appointments require the approval of the Board alone and are confirmed at the following General Assembly.

⁶ A Board member may be removed from office for serious violations of law or conduct following a motion by a two-thirds majority of the General Assembly.

Art. 14

Rights and
duties

The Board adheres to the rights and duties set out in these Statutes.

1.2. General Assembly

Art. 15

General

¹ The General Assembly is the supreme governing body of the Association.

Art. 16

General
Assembly

¹ The General Assembly convenes annually, during the first quarter.

² Members receive written notice of the General Assembly, together with the agenda, at least fourteen days in advance.

³ Members wishing to submit motions for additional business at the General Assembly must do so in writing, with justification, to the Board no later than thirty days before the meeting.

⁴ The quorum for attendance is two-thirds of the Board and half of the members.

⁵ Extraordinary General Assemblies are convened upon the request of at least one-fifth of the members and must be held within two months.

⁶ The General Assembly has the following non-delegable and irrevocable duties and powers:

- a. Election of the Board and the President;
- b. Approval of the minutes of the previous General Assembly;
- c. Approval of the annual accounts;
- d. Discharge of the Board;
- e. Determination of membership and subscription fees;
- f. Approval of the annual budget;
- g. Acknowledgment of the programme of activities;
- h. Decision on motions submitted by the Board or members;
- i. Amendment of these Statutes;
- j. Decision on the expulsions of members and any appeals thereof;
- k. Decision on the dissolution of the Association and the allocation of its assets.

Art. 17

Minutes

¹ Minutes are taken of the General Assembly.

² If requested by the General Assembly, voting may take place by secret ballot.

2. Other participants

2.1. Subscribers

Art. 18

General
relationship

¹ Subscribers receive services from the FBS Association but do not actively and participate in its development. Subscriptions are open to all persons.

² Suggestions from subscribers are taken into consideration in the development of the Association.

³ Subscriptions terminate upon resignation. Resignation must be submitted in writing, requiring no justification, subject to one month's notice, effective at the end of any calendar year.

2.2. Employees

Art. 19

General ¹ Employees are persons who provide services to the FBS Association under an employment relationship.

² Employees may not be members of the Board.

Art. 20

Employment Relationship The employment relationship is governed by contract law.

III. External organisations

Art. 21

General ¹ The FBS Association may enter into partnerships with external organisations, provided its independence is not compromised.

² A primary selection criterion for potential partner organisations is their commitment to supporting the objectives of the FBS Association. The partner organisation's values must be compatible with those of the FBS Association.

³ Partnerships are governed by contract law.

IV. Finances

Art. 22

General ¹ Income is deposited into the Association's account or reinvested.

² Income is used for the development and consolidation of the Association, for example, for:

- a. infrastructure or furniture;
- b. training and meetings;
- c. expenses;
- d. advertising campaigns or public outreach activities;
- e. donations to partner organisations.

Art. 23

Revenues ¹ There are no membership or subscription fees for Board members, members, or subscribers.

² Donations from private individuals need not be disclosed.

³ Sponsorships are governed by contract law. Sponsorship partners are publicly disclosed.

Art. 24

Accounting and Budget ¹ The General Assembly approves the annual accounts and the budget.

² Notice of the General Assembly includes the annual accounts and budget.

V. Signing Authority

Art. 25

Contracts are executed jointly by two authorised signatories.

VI. Data protection

Art. 26

¹ The Association only collects the personal data of members and subscribers strictly necessary to carry out its objectives. The Board ensures that the data security measures are proportionate to the level of risk.

² Disclosure of data to third parties occurs only within the scope of legally permitted processing on behalf of the Association, or when required by law or by an official order.

³ In all other respects, data processing complies with Swiss data protection law and the Association's privacy policy.

VII. Dissolution of the Association

Art. 27

Resolution The Association may only be dissolved by a two-thirds majority of the General Assembly. The process must be completed within one year.

Art. 28

Assets Upon dissolution, the Association's assets are donated to one or more partner organisations, as proposed by the Board and approved by the General Assembly.

VIII. Entry into force

These Statutes are adopted by the Founding Assembly on 27.09.2025 and enter into force on the same date.

Place, Date: Bie/Bienne, 27.09.2025

Signature, President: M. Spitz

Signature, Vice President: C. Künzi