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# Statutes of HSG Alumni

## Art. 1 Name

The name "HSG Alumni" denotes an association within the meaning of Arts. 60ff. of the Swiss Civil Code, which unites current and former students of the University of St.Gallen (HSG).

## Art. 2 Registered office

The association is based in the City of St. Gallen.

## Art. 3 Objects

<sup>1</sup> The association shall aim to foster ties among current and former students, as well their relations and exchange with their University, and to promote lifelong learning and an all-round exchange of experience. Furthermore, the association shall aim to support the University of St.Gallen financially, in particular in teaching, research and executive education, above and beyond what can be achieved with public funds.

<sup>2</sup> In order to pursue these objects, the association shall develop projects and offer its members services in selected areas. In particular it shall

- 1. organise and interlink the HGS community;
- 2. organise events for its members;
- 3. ensure that experience gained by former students in practice will flow back into the University;
- 4. promote the education of students and the executive education of former students by the University, its executive education levels and its institutes;
- 5. regularly inform members about activities and the state of research at the University;
- 6. be actively committed to the quality of the University and the preservation of the value of its degrees;
- 7. motivate members to create goodwill for research and teaching in society, particularly in business and politics;
- 8. seek patrons and sponsors for projects of its own and of the University and cultivate the relationships with them.

## Art. 4 Means for the attainment of its object

<sup>1</sup> In order to attain its object, the association may create suitable organisations and motivate members to engage in pro bono activities.

<sup>2</sup> In order to attain the objects of the association, the association may hold shares in companies, including through the establishment of companies.

### Art. 5 Member categories and membership

<sup>1</sup> The member categories shall be "active members", "community members" and "honorary members".

<sup>2</sup> Every active member shall be eligible to vote and have one vote. Active members shall actively contribute towards the promotion of the object of the association.

<sup>3</sup>Active membership may be acquired by the following private individuals:

- 1. graduates of the University of St.Gallen;
- 2. graduates of the executive education Master's programmes of the University of St.Gallen;
- exchange students who have studied at the University of St.Gallen for a minimum of one semester and have obtained a Bachelor's or Master's degree from their home university. The Executive Board shall regulate any details and may stipulate a longer minimum study period;
- 4. current and former members of the University faculty. The Executive Board shall regulate any details.
- 5. The Executive Board may grant active membership to further individuals who have particular ties to the University of St.Gallen.

<sup>4</sup> Community membership shall be granted on the strength of the University of St.Gallen's performance mandate to HSG Alumni in the University Statutes to all the students enrolled at the University of St.Gallen at the Bachelor's Level and/or the Master's Level or to doctoral students, as well as graduates after their studies provided they do not waive their community membership. The Executive Board may provide that further categories of persons, such as students of the executive education Master's programmes of the University of St.Gallen, may become community members.

<sup>5</sup> Community members shall not have any obligations and do not have a vote but may be consulted concerning important business.

<sup>6</sup>The association meeting may appoint honorary members. Their status shall be regulated by the Executive Board.

### Art. 6 Resignation

<sup>1</sup> Membership shall expire through resignation, expulsion or death.

<sup>2</sup>Any member may resign by means of a written declaration of resignation to the Alumni Office, with an e-mail being sufficient therefor.

<sup>3</sup> Active members shall also have the option of changing to community membership instead of resigning.

<sup>4</sup>Any membership fees paid before resignation or changeover to community membership shall not be reimbursed.

### Art. 7 Organisation of the association

The association may organise itself in subgroups (chapters, clubs or national organisations). The regulation thereof shall be incumbent on the Executive Board.

#### Art. 8 Association organs

The organs of the association shall be

- 6. the General Meeting;
- 7. the Executive Board;
- 8. the auditors.

## Art. 9 General Meeting – procedure and powers

<sup>1</sup> The association shall annually hold an Ordinary General Meeting.

<sup>2</sup> An Extraordinary General Meeting shall be held on the strength of a resolution of the Executive Board or if 500 voting members demand one such.

<sup>3</sup> The General Meeting shall have the following powers:

- 1. election of the Executive Board, the President and the auditors;
- 2. approval of the annual report and the financial statement;
- 3. determination of the membership fees;
- 4. discussion of proposals concerning the support of the University and the activities of the association;
- 5. decisions regarding motions tabled by the Executive Board or by voting members;
- 6. decisions regarding the use of membership fees if in individual cases they exceed a fourth part of the fees of the last approved financial statement;
- 7. appointment of honorary members;
- 8. decisions regarding amendments to the Statutes.

<sup>4</sup> The Executive Board shall invite the voting members to the General Meeting at least 15 calendar days in advance, such invitation to be sent by post or by e-mail to the last known address, with a list of the agenda items.

<sup>5</sup> Voting members submit motions for additional business until 10 days before the General Meeting at the latest, either by post or by e-mail to the Executive Board.

<sup>6</sup> The General Meeting may be conducted physically and/or virtually through suitable technical platforms.

<sup>7</sup>Community members may participate in the General Meeting as guests.

## Art. 10 General Meeting – decision-making

<sup>1</sup>Unless expressly otherwise agreed, the General Meeting makes its decisions and conducts its elections by an open vote of a majority of the voting members present.

<sup>2</sup>Any complete or partial revision of the Statutes may only be decided by a majority of two thirds of the votes cast.

<sup>3</sup> In elections, a relative majority shall be decisive in the second voting round.

<sup>4</sup> Decisions may also be made

- 1. by video conference; or
- 2. by circular resolution by letter post, e-mail or online survey.

#### Art. 11 Executive Board

<sup>1</sup>The Executive Board of the association shall consist of the President and a minimum of 5 further members who are elected for 3 years by the General Meeting.

<sup>2</sup>The Executive Board directs the association; in particular, the following functions are incumbent on it:

- 1. it shall determine the focal points of its activities, define strategies and draw up the budget;
- 2. it shall make decisions regarding the use of the resources of the association in so far as this is outside the competence of the General Meeting;
- 3. it shall examine suggestions concerning the financial support of the University and communicate these and its opinion of them to the organs of the University;
- 4. it shall prepare amendments to the Statutes and table corresponding motions for the attention of the General Meeting;
- 5. it shall table motions concerning the appointment of honorary members for the attention of the General Meeting;
- 6. it shall acknowledge outstanding achievements in the spirit of the object of the association;
- 7. it may delegate tasks to panels, committees and organisations;
- 8. it shall issue regulations for these panels, committees and organisations and regulate the authority to sign;
- 9. it shall regulate the organisation of the association in subgroups, issue corresponding regulations, including the regulation of competencies;
- 10. it shall appoint and confirm the functionaries of the subgroups and may also dismiss them;
- 11. it shall make decisions regarding the expulsion of association members;
- 12. it shall appoint a Chief Executive Officer and specify the organisation of the Alumni Office with her or him.

<sup>3</sup> The meetings of the Executive Board shall be convened by the President. They may be conducted virtually through suitable technical platforms or by telephone. The Executive Board may make decisions regarding motions tabled by the President by circular resolution, by letter post, e-mail or online survey.

<sup>4</sup> The President of the University, the Delegate for Executive Education and the President of the Student Union may be invited to Executive Board meetings in an advisory capacity.

## Art. 12 Alumni Office

The association shall have an office, which is run by the Chief Executive Officer. The Alumni Office shall support the Executive Board in its activities and be responsible for the operative implementation of projects and activities. The Executive Board shall issue business rules. The Alumni Office shall receive its directives from the President and report to the President.

#### Art. 13 Auditors

The auditors shall be appointed by the General Meeting for 3 years. The auditors shall annually audit the financial statement of the association and submit a written report to the Ordinary General Meeting.

#### Art. 14 Financial year

The financial year of the association shall be identical with the calendar year.

#### Art. 15 Financial resources

The financial resources of the association shall consist of

- 1. the membership fees,
- 2. donations of any kind,
- 3. the revenues of the organisations,
- 4. any income from capital investments and interest.

#### Art. 16 Liability for obligations

Solely the assets of the associations shall be liable for any obligations.

#### Art. 17 Membership fee

<sup>1</sup> Active members shall pay a membership fee, which shall be determined annually by the General Meeting.

<sup>2</sup>Active members who fail to pay their membership fee despite a reminder may be converted to community members. The Executive Board shall regulate any details.

<sup>3</sup> Community members shall not pay an annual membership fee.

#### Art. 18 Services provided by the association

<sup>1</sup>The association may provide its members with services related to the objects pursued by the association.

<sup>2</sup>The use of services provided by the association may be subject to payment and/or reserved for active members. Any details shall be regulated by the Executive Board.

#### Art. 19 Data protection

<sup>1</sup> The processing of personal data by the association shall be regulated in Data Processing Regulations. The General Meeting shall at least regulate the fundamentals and determine the purposes for which member data may be used and the extent to which such data may be disclosed to third parties for the pursuit of the objects of the association. The regulation of any details may be delegated to the Executive Board.

<sup>2</sup> In particular, the association shall be entitled to exchange member data with the University of St.Gallen. For this purpose, the Executive Board shall draw up a data processing agreement with the University of St.Gallen.

<sup>3</sup>The members' contact data shall be accessible to the other members unless a member has objected to publication (opt-out possibility in the profile). <sup>4</sup>Any public publication of members' contact data or disclosing member data for commercial purposes shall be contingent on the consent granted by the members concerned.

<sup>5</sup> As a rule, communication with members shall be conducted by e-mail or other electronic means of communication. Members shall make their current e-mail address available for this purpose.

#### Art. 20 Dissolution of the association

<sup>1</sup> The association shall be dissolved by resolution of the General Meeting if a minimum of three fourths of the voting members present approve the motion for dissolution. Motions for dissolution shall be made known to the members with the invitation to the General Meeting.

<sup>2</sup> In the case of dissolution, the assets of the association shall be passed on to the University of St.Gallen as a special fund.

#### Art. 21 Entry into force

The Statutes shall replace those of 17 May 2018 and shall enter into force pursuant to the resolution of the General Meeting of 15 November 2021.

Please note: this translation is provided for information purposes only and has no legal force.