

AV2T

Angestellten-Vereinigung 2-Takt

(Employees' Association 2-Stroke)

Statutes 2022

Replaces Version 2019

Nature and purpose of the Association

Art. 1. Name and Headquarters

"Angestellten-Vereinigung 2-Takt" („Employees Association 2-Stroke, henceforth **AV2T** or **Association**), exists as an association with headquarters in Winterthur, Switzerland according to Art. 60 ff of the Schweizerisches Zivil-Gesetzbuches (Swiss Book of Civil Law).

Art. 2 Purpose of the Association

AV2T effects the following purposes on a party politically and confessionally neutral basis:

- 2.1 Unifying the employees of Winterthur Gas & Diesel Ltd., Winterthur and Würtsilä Services Switzerland Ltd., Frauenfeld to an association. Together with the “Vertreter der Angestellten” (“Representatives of the Employees”, henceforth **VdA**) the association is a recognized dialogue and negotiating partner of both companies Managements.
- 2.2 Representation of the Interests of the Members
 - towards Management
 - towards **Angestellte Schweiz** (e.g: Gesamtarbeitsvertrag = Collective Employment Agreement, henceforth **GAV**)
 - towards Authorities
 - by proposing candidates for the **VdA**
 - and towards other institutions affecting the interests of the employees
- 2.3 Forstering cooperative Solidarity
- 2.4 According to the **GAV** the **VdA** and the **AV2T** represent the employees' participation and co-determination regarding personal, operational and social matters in the companies in true partnership.

Membership

Art. 3. Entry

- 3.1 All employees of Winterthur Gas & Diesel Ltd. and Würtsilä Services Switzerland Ltd. may join **AV2T** as Members.

Admission is effected by the board through submitting the written Declaration of Accession. Members of **AV2T** are also members of **Angestellte Schweiz** (full member).

- 3.2 Employees, who do not want to get member of Angestellte Schweiz for private reasons but would like to support the activities of AV2T can apply for a benefactor membership of AV2T. They get benefits offered by AV2T. Benefits

offered by Angestellte Schweiz are not available for such members. In general, it is subject to the same conditions as the full members.

Apprentices of both companies can apply for a benefactor-membership apprentice of AV2T. It is subject to the same conditions as the benefactor members.

Art. 4 Rights and Duties of Members

The members should uphold the interests of **AV2T**. Each member should, if possible, take over a role within **AV2T**. Larger tasks for **AV2T** may be reimbursed accordingly by the board within the limits of its competence. Each member has the right to vote and to elect. The members may seek counselling and support from the board.

Art. 5 Leaving

5.1 The membership ends:

- with leaving of the company
- with retirement (early or regular)
- through written statement per end of the calendar year
- through expulsion. Expulsion is decided upon by the members at the Generalversammlung at behest of the board
- with the dissolution of the apprentice contract (benefactor-membership apprentice)

5.2 Farewell Gift (Retirement / Disablement)

Upon leaving

- A retiree
- A member who leaves the company due to total disablement will receive a gift of the sum equivalent to one year's membership of Angestellten Schweiz.

5.3 Condolence Letters

In the event of the death of a member the board will express **AV2T's** written condolences to the family of the deceased.

5.4 Invitation Pensioners

Former members, who have left the association due to retirement (early or regular) will be invited yearly to an event organized by **AV2T**, providing their last participation lies back no more than 5 years. Pensioners will be billed a contribution towards expenses.

Institutions

Art. 6 The Institutions of **AV2T** are:

- 6.1 die Generalversammlung (GV, general meeting)
- 6.2 die Mitgliederversammlung (meeting of the members)
- 6.3 der Vorstand (board)
- 6.4 die Delegierten (delegates)
- 6.5 die Beauftragten (appointees)
- 6.6 die Kommissionen (commissions)
- 6.7 die Revisoren (auditors)

Art.7 Die Generalversammlung (GV, general meeting)

7.1 Jurisdiction

The Generalversammlung constitutes the highest institution of **AV2T**. The Generalversammlung wields the following authority:

- Election of the Co-Presidents and the other members of the board
- Election of the auditors
- Acceptance of the Co-Presidents' annual report
- Acceptance and discharge of the annual accounts towards the treasurer
- Formal approval of the board
- Definition of the membership fees
- Stipulation of the budget for the current year attuned to the membership fees
- Modification or elaboration of the statutes
- Handling of proposals from the members. These must be presented to the board in writing and signed at least 14 days before the next meeting.

7.2 Calling the Generalversammlung

The regular Generalversammlung takes place in spring and is announced by the board in writing at least 30 days in advance. In the event of exceptional, urgent and non-postponable matters a shorter notice period is allowed. The invitation is to be published within the companies.

An extra-ordinary Generalversammlung may be called by the board or if at least 10% of the members request it in writing.

7.3 Proposals

Proposals from members must be submitted to the board in writing and be signed at least 14 days before the Generalversammlung. The board is entitled to pre-consult all proposals.

7.4 Quorum and Vote Modality

Each regular and extra-ordinarily called Generalversammlung constitutes a quorum, providing no ballot vote has been requested. With the exception of Article 16 , quora is achieved through the simple, absolute majority of given votes. Election and votes occur through open hand-poll unless secret voting has been requested. Members who have participated in the managerial institutions in any way are excluded from polls regarding acceptance and discharge of the institutions.

7.5 Voting by mail

Members who are unable to attend the duly convened ordinary or extraordinary General Meeting (Generalversammlung) may submit their vote in advance in writing. In this case, the corresponding voting form, stating the reason for absence, must be received by the Board of Directors no later than the day before the General Meeting (Generalversammlung).

Art. 8 Mitgliederversammlung (Meeting of the Members)

The Mitgliederversammlung bears a consultive or orienting character. It is called by the Co-Presidents and/or the board.

Art. 9 Board

The board consists of at least 3 members. They may be members of the Vertretung der Angestellten (**VdA**, Representatives of the Employees) of WSCH or WinGD. The tasks and functions comprise:

- Co-President (Representative of WinGD)
- Co-President (Representative of WSCH)
- Actuary
- Accountant
- Secretary
- Event-Manager
- Homepage / IT Responsible

With the exception of the Co-Presidents the board constitutes itself. The term of office for the Co-Presidents and the members of the board is one year. The members may be re-elected. The responsibilities and competences of the board are defined in the Administration Regulations.

Art. 10 Delegates

The Delegates represent the Association in those committees in which representatives of AV2T participate. They are appointed by the board.

Art. 11 Appointees for Special Tasks

Appointees may be assigned to, amongst others, the following tasks:

- distribution of circulars
- sale of goods

People who carry out special tasks are appointed by the board, but need not be members of the board.

Art. 12 Commission

Commissions may be appointed to support the board with precisely described problems. The board appoints the commission, assigns a clearly defined task and sets the termination date. When the task has been resolved the commission disbands. A seat in the commission is not bound to membership of the board.

Art. 13 Auditors

Two auditors and one back-up auditor are assigned with the revision of the annual accounts and the request of approval thereof during the Generalversammlung.

The auditors are elected for a normal duration of 3 years (1st auditor, 2nd auditor, back-up auditor). Auditors may be re-elected.

Finances

Art. 14 Financial Resources

The fiscal year corresponds with the calendar year.

The financial resources required to maintain **AV2T**'s expenses will be acquired through:

- Membership fees (**with** GAV-salary deductions, full member)
- Membership fees (**without** GAV-salary deductions, full member)
- Membership fees (benefactor member / benefactor-member apprentice)
- Extraordinary contributions
- Voluntary contributions
- Other extraordinary contributions, donations.

Art. 15 Membership Fees

- Members **with** GAV-salary deductions: **AV2T** invoices the gross annual membership fee once per year, payable within 30 days of invoice date or a deduction from the salary is agreed. The reimbursement will be effected in the 1st quarter of the following year.
- Members **without** GAV-salary deductions: **AV2T** invoices the annual membership fee once per year, payable within 30 days of invoice date or a deduction from the salary is agreed.
- Cash-free transactions are preferred (e-banking).
- For joining or leaving AV2T members during the year the full membership fee is due

Final Provisions

Art. 16 Dissolution of the Association

The dissolution of **AV2T** is only possible through a Generalversammlung and if 2/3 of the votes submitted speak out in favour of the dissolution. The liquidation of the association would then be carried out by the board.

An extraordinary Generalversammlung decides upon the use of the Association's assets by simple majority according to the suggestions submitted by the board.

The updates of the Statutes were approved of at the Generalversammlung on 10.05.2022 and are valid per 01.07.2022.

Angestellten-Vereinigung 2-Takt

Co-President (WSCH)



Markus Ruckstuhl

Treasurer (WinGD)

Act as deputy Co-President



Reto Züger

Administration Regulations for the Board

Art. 1 The number of board members is defined in the Statutes in Art. 9.

Art. 2 The board is responsible for the management and administration of **AV2T**.

Art. 3 The board constitutes a quorum if at least half of the members of the board are present. Resolutions are achieved by majority. The Co-Presidents participate in the votes; in case of impasse they maintain the final ballot. Resolutions may be passed in writing.

The board's competency for expenses is limited to CHF 2'000.- per case with a yearly maximum of CHF 5'000.- Higher expenses must be approved of by the Generalversammlung.

Art. 4 The **Co-Presidents** are responsible for the operation of the board, especially for:

- calling in required board meetings
- preparing the Generalversammlung and the Mitgliederversammlung
- handling correspondence

Legal signatures pertaining to **AV2T**'s affairs are handled collectively in conjunction by the Co-Presidents and the treasurer and/or deputy treasurer respectively.

Art. 5 In case of absence, the **Co-Presidents** act as each other's deputy.

Art. 6 The **actuary** maintains the minutes of meetings of conferences, discussions, board meetings, the Generalversammlung and of ballot votes. The minutes must be available at the next board meeting at the latest.

Art. 7 The **treasurer** handles the Accounting, the accrual workpapers and the financial matters of **AV2T**. All non-statutory or non-reglementary expenses must be approved of by the Co-Presidents (approval). The board is responsible for the investment of the **AV2T**'s funds based on recommendations from the treasurer. The treasurer presents a verbal financial report to the board twice a year. He creates **AV2T**'s annual financial statement and the budget for the following year per 31. December. He presents the annual financial statement and the budget for the following year within 6 weeks of the end of the financial period.

Art. 8 The **secretary** or a **Co-President** maintains the official list of members. He reports changes to superordinate organisations and is responsible for handling the membership identification slips (Soli-Ausweise). The list of members must be presented to the auditors upon request.
The list of members including addresses is confidential and may only be forwarded to Angestellte Schweiz as superordinate organisation.

These **administration regulations for the board** were approved of at the Founders' meeting on 17.09.1991.

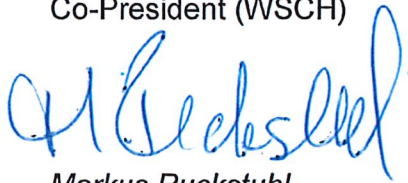
*Due to new members of the board, this version of the **administration regulations for the board** required a revision. This version of the revised administration regulations for the board is valid per 01.06.2019.*

Winterthur, 01.06.2019

**Angestellten-Vereinigung
2-Takt**

Co-President (WSCH)

Co-Präsident (WinGD)



Markus Ruckstuhl

Treasurer

Secretary



Reto Züger

Seraina Waldburger

