

UNITECH Alumni Association (UAA)



CONSTITUTION AND BYLAWS

March 26th, 2022

UNITECH Alumni Association(UAA)

CONSTITUTION

SECTION 1 – GENERAL PROVISIONS

Article 1 – Name, Language, Seat

- (a) The organisation is to be called “UNITECH Alumni Association” – abbreviated “UAA” and hereinafter referred to as “the Association”. The supreme body of the Association is referred to as “the General Assembly” and the management committee of the Association is referred to as “the Council”.
- (b) The Association, which does not engage in any activity with financial aims, adopts the legal form of an Association in accordance with paragraph 60 and further of the Swiss Civil Code.
- (c) The Association does not carry out any business activities and is thus not registered in the Commercial Register.
- (d) The working language of the Association shall be English. This will be used for written reports and records as well as for verbal discussions at any meeting of the General Assembly and of all working bodies of the Association.
- (e) Both the Constitution and the Bylaws are to be interpreted on the English text, which is to be considered as the only official text.
- (f) The seat of the Association is Zurich, Switzerland.

Article 2 – Aims

The Association aims to foster an active network of people who are about to or have successfully taken part in the UNITECH International program. Thereby, the Association makes the participation in the program a lasting experience. This goal shall be reached by providing services and organizing events that create value to the Association's members in the following focus areas:

- (a) Content: The Association provides content to its members by engaging resources internal and external to the network, such as members, Corporate and Academic Partners, experienced professionals, and political representatives. The Association thereby initiates discussions and exchange within and beyond the network. The topics addressed shall be relevant to large segments of the members and serve their personal and professional development.
- (b) Career: The Association serves as matchmaker between its members and professional opportunities. Events and services shall be designed in a way that professional networking is facilitated. Educational initiatives shall include career-related topics.
- (c) Friendship: The Association assists its members in preserving old ties of friendship. Furthermore, it aims at creating new bonds across all UNITECH generations.
- (d) Spirit: The Association wants to preserve the feeling of being part of something unique and exclusive. This includes a culture of open, honest, and inspiring discussions, enthusiasm to explore new paths, and willingness to excel and commit.

Article 3 – Participation in International Societies

With the approval of the General Assembly and of the Council of the UNITECH International Society (UTI), the Association may join international organisations whose wider aims, or part of them, implicitly include those of the Association.

SECTION 2 – MEMBERSHIP

Article 4 – Members

- (a) UNITECH Alumni: Graduates of the UNITECH International Programme (status: UNITECH Fellows) who are willing to uphold the UNITECH Spirit. Graduation criteria are defined by the UNITECH International Society.
- (b) UNITECH Associate Alumni: UNITECH Former Students who have completed all joint modules of the UNITECH International Programme, including the academic exchange period, but have not satisfied all UNITECH graduation requirements. For the three years following their last joint-module (End-of-Year event), they shall have the same rights and duties as a UNITECH Alumni. Their membership shall be suspended should they fail to graduate from the UNITECH Programme (status: Non-Graduated Students). Graduation criteria are defined by the UNITECH International Society. In the case of exceptional circumstances, special dispensation can only be granted by the Council and the Secretary General of the UNITECH International Society.
- (c) UNITECH Advocate: UNITECH Former Students who are not Associate Alumni anymore, and have not yet failed to graduate from the UNITECH Programme (status: Non-Graduated Students). They may participate in Association activities, but shall not be eligible to vote or serve as Council members. Upon graduation from the UNITECH Programme, they will automatically become UNITECH Alumni. Their membership shall be suspended in case of failure to graduate (status: Non-Graduated Students).
- (d) Honorary Alumni: Present and former academic or corporate representatives and benefactors whom the Association wishes to recognise for their great contribution made to the development and growth of the UNITECH International Society and the UNITECH Alumni Association. They are duly elected to honorary membership by a simple majority of the General Assembly. Honorary Alumni may participate in Association activities, but shall not be eligible to vote or serve as Council members. Honorary Alumni will not be required to pay membership fees.

Article 5 – Joining the Association

- (a) UNITECH students may apply for membership upon completion of all joint modules of the UNITECH International Programme.
- (b) UNITECH graduates who have terminated their membership can apply for membership by mail to the President.
- (c) Admission includes the obligation to recognise and adhere to this Constitution and Bylaws and to pay the appropriate membership fees as determined by the General Assembly.

Article 6 - Leaving the Association, Disciplinary Actions and Membership Termination

- (a) Membership may be terminated, if a member is in arrears in payment of its membership fee, but such termination shall not relieve a member of the obligation to pay such membership fees that are in arrears.
- (b) A member may terminate its membership by delivering a declaration to that effect to the President one month prior to the end of the financial year in order to become effective at the end of the financial year in question.
- (c) On the recommendation of the Council, the General Assembly may choose to take disciplinary action against a member whose activities consistently violate the letter or the spirit of the present constitution and harm the UNITECH International network. Member misconduct may result in membership termination.
- (d) Membership suspension due to misconduct shall be decided upon by the Council. The suspension shall be upheld until the next General Assembly of the UNITECH Alumni Association.

Article 7 – Communication and Information policy

- (a) The official means of communication within the Association shall be electronic mail
- (b) It is the duty of every member to keep the contact information available to the Association and the Council up to date.
- (c) The data of the Association's members is stored in the central database of UTI.
- (d) Access for other UNITECH partners to the Association's data is subject to negotiation between the Association's Council and UTI.

SECTION 3 – GENERAL ASSEMBLY

Article 8 – Objective

The General Assembly is the supreme body of the Association and shall comprise all members.

Article 9 – Convention

- (a) The General Assembly may be convened either as a regular or as an extraordinary meeting.
- (b) A regular meeting of the General Assembly shall take place each year.
- (c) An extraordinary meeting of the General Assembly may take place at any time decided upon by the Council.
- (d) A meeting is also convened upon request of at least 20 members as long as the Association has less than 100 members. Afterwards at least one-fifth (1/5) of the members is required.

Article 10 – Quorum

- (a) At a meeting of the General Assembly at least 20 members of the Association shall be present to constitute a quorum for the transaction of business. In case the Association has below 60 members, at least one-third (1/3) of the members is required.
- (b) A member may appoint another member of the Association as a proxy. In this case, the respective members shall be regarded as being present at the General Assembly. Notice of such proxy shall be sent to the Council prior to the meeting.
- (c) If within half an hour after the appointed time for the commencement of the General Assembly a quorum is not present, the meeting is cancelled. The Council may use the means laid out in Article 14 to reach decisions on subjects that may not be postponed until the next General Assembly.

Article 11 – General Decisions

- (a) At a meeting of the General Assembly, each member shall have one and only one vote.
- (b) Except for amendments of the Constitution, any decision of the General Assembly will require the majority of the votes cast. In the case of a tie, the chairman of the meeting will have a casting vote.

Article 12 – Amendments to the Constitution

- (a) The General Assembly may, subject to general provisions of the Constitution of the Association, adopt any amendment that it deems necessary for regulating the activities of the Association.
- (b) Such amendment shall be established on a two-thirds majority by the General Assembly.
- (c) Any amendment to section 1, section 2, article 12, article 29 or the adoption of a new article requires in addition the approval by the President of UTI.

Article 13 – Bylaws

The General Assembly may, subject to the general provisions of the Constitution of the Association, adopt any Bylaw that it deems necessary for regulating the activities of the Association.

Article 14 – Other decisions

- (a) If any decision is required between meetings of the General Assembly, the Council may order a postal ballot. The Council decides on the means of communication used for the ballot.
- (b) Such a decision will be considered as having been reached by the General Assembly.
- (c) For a postal ballot to be valid, at least 20 members must have voted. In case the Association has below 60 members, at least one-third (1/3) of the members must have voted.

Article 15 – Chairman

The President of the Association or, in his absence the Vice-President or, if neither of these are present, another Council Member authorised by the President or failing him by the Council, shall preside at the meetings of the General Assembly.

SECTION 4 – COUNCIL

Article 16 – Council Aims

- (a) The management of the Association shall be vested in a Council.
- (b) The Council shall be responsible for the management of the Association to the General Assembly from which it receives its mandate and to which it shall report on the state of the Association.
- (c) Subject only to the directions of the General Assembly, the Council shall formulate the policies of the Association. It shall develop the long-term plans of the Association for approval by the General Assembly.
- (d) The Council may delegate particular functions to the appropriate officers or committees and shall regularly receive activity reports from those officers and committees.

Article 17 – Council Structure

- (a) The Council shall consist of the elected officers of the Association as described in Article 23(a).
- (b) Additional Officers shall be determined by the General Assembly based upon a proposal by the Council.

Article 18 – Candidate Requirements

- (a) All Council Members listed in Article 17(a) shall be elected by the General Assembly. All candidates must be members of the Association.
- (b) The term of office of the Council Members shall be two years, starting 30 days after the conclusion of the General Assembly at which they were elected or, if a postal ballot is held between sessions of the General Assembly, on the announcement of the result of that ballot by the Election Committee. They remain in office until 30 days after the conclusion of the meeting of the General Assembly electing their successors.
- (c) No member shall serve for more than three consecutive terms for the same position on the Council.

Article 19 – Election Process

The elections to the Council are carried out according to the following procedure:

- (a) The Council shall collect nominations and prepare a preliminary list of candidates for election.
- (b) Each candidate for election to the Council shall be an eligible member. An eligible member can be nominated for more than one role.
- (c) This preliminary list of candidates shall be sent to all members no later than two months before the date of the elections, inviting them to make additional nominations within three weeks.
- (d) The final list of candidates shall be sent at least one month before the date of elections. Candidates may be admitted to the election process at a later stage upon approval by the General Assembly.

- (e) An Election Committee shall supervise the election and count the ballots. The Election Committee shall consist of three members of the Association, who are appointed by the Council. Members of the Election Committee must not participate in the Election Process as candidates.
- (f) In the case of elections to the Council being carried out during a session of the General Assembly, the procedure shall be as follows:
If in the first round of the election none of the candidates for a specific position received a majority of votes, the Election Committee will proceed to the second election round for those positions. In the second round, only the candidates with the two highest results are admitted.
- (g) In case the elections to the Council are carried out by postal ballot in accordance with Article 14 of the Constitution, the procedure described in Article 19(f) shall be modified as follows:
The Election Committee shall, by the approval of the Council, communicate by which means the election will take place. Only votes received by the day set for the elections will be valid.
- (h) A member of the Election Committee shall report the results of the election.

Article 20 – Substitution of Council Members

- (a) If the President resigns or cannot serve, the Vice-President or, failing him, a Council Member selected by the Council will temporarily serve as Acting President for such period as may be decided by the Council.
The person serving as Acting President is to have exactly the same rights, privileges and responsibilities as the President would have.
- (b) Should any Council Member other than the President, due to resignation or other cause, be prevented from fulfilling his or her duties, the Council may appoint a replacement until the next election.
- (c) Such a period of office shall not be considered as a term of office from the point of view of subsequent elections, as described in Article 18(c).

Article 21 – Internal Council Structure

- (a) The President of the Association or, in the absence of the President, the Vice-President or, if neither of these are present, another Council Member authorised by the President or failing him by the Council, shall preside at any meeting of the Council.
- (b) A quorum for a meeting of the Council shall be at least half of the members of the Council.

Article 22 – Representation

- (a) The Council Members represent and oblige the Association with joined signature by two elected officers.
- (b) The President shall represent the Association in the executive body of UTI.

SECTION 5 – OFFICERS

Article 23 – Council Officers

- (a) The elected officers of the Association shall be
- The President,
 - The Vice-President,
 - The Financial & Information Officer,
 - The Marketing & Communication Lead,
 - The Programme Lead,
 - The Local Chapter Lead,
 - The Strategic Relations Lead
- (b) The appointed officers of the Association shall be:
- Secretary General

Article 24 – President

The President shall be the official representative of the Association. In particular, the President shall be responsible for:

- (a) Leadership, direction and guidance of the active members of the Association and the Council,
- (b) the establishment of policy, strategy and Objectives & Key Results (OKRs) of the Association together with the Vice-President,
- (c) representation and reporting of the Association towards UTI, ecosystem partners and external stakeholders together with the Vice-President,
- (d) ensuring that Corporate Partners are engaged to provide value to the Association and that they receive value back from the Association,
- (e) ensuring that Academic Partners are supported in their recruiting efforts and that the Association gets value in return,
- (f) ensuring regular meetings of the Association take place, and
- (g) ensuring that the operations are executed by the persons in charge to achieve the set objectives.

Article 25 – Vice-President

The Vice-President shall be jointly responsible for all duties of the President as described in Article 24. In addition, the Vice-President shall be responsible for:

- (a) Organisation of the annual reunion and ensuring that its content is in accordance with the constitution,
- (b) the establishment, implementation and adherence to the Association's Ways of Working (WoWs) and Standard Operating Procedures (SOPs) to ensure the continuity and efficiency of the Association's operations,
- (c) guidance, support and establishing a sounding board for active members and the Council, and
- (d) establishment of Learning & Development paths for the Association's active members and the Council.

Article 26 – Financial & Information Officer

The Financial & Information Officer shall own and manage the finances, data and digital tools of the Association as directed by the Council. In particular, the Financial Officer shall be responsible for:

- (a) The overall financial operation of the Association,
- (b) preparation of financial reports for the Council and for the General Assembly,
- (c) preparation of the annual budget of income and expenditure for the Association,
- (d) the collection of membership fees and other revenues,
- (e) approval of the expenses of the Association,
- (f) the membership database administration,
- (g) the digital tools used by the Association to run its operations, and
- (h) the relationship with UTI Support,
- (i) ensuring the Constitution is adhered to by the Association's active members and the Council,
- (j) ensuring the collection of data generated by the Association's activities as well as the creation of meaningful reports with this data to support achieving the Association's objectives, and
- (k) resolving legal related inquiries and issues of the Association in liaison with UTI.

Article 27 – Marketing & Communication Lead

The Marketing & Communication Lead shall act as the link between the Association and the wider UNITECH ecosystem as well as externals. In particular, the Marketing & Communication Lead shall be responsible for:

- (a) Ensuring that the UNITECH Alumni, Corporate Partners, Academic Partners, students and other stakeholders in the wider ecosystem are updated and informed on the Association's current activities and plans,
- (b) ensuring that the Association's operations are supported through a sound marketing & communication strategy and execution,
- (c) the maintenance and development of the Association's corporate identity, branding & marketing assets and guidelines to enable the adherence to it by the Association's active members and Council,
- (d) the Association's website and social media channels, and
- (e) the establishment and maintenance of the Association's Customer Relationship Management (CRM) system.

Article 28 – Programme Lead

The Programme Lead shall be responsible for the planning and execution of the content and activities related to the Association's annual content calendar. In particular, the Programme Lead shall be responsible for:

- (a) Planning and implementation of the logistic details of the Sessions and Initiatives,
- (b) coordination and implementation of the content for professional and global Sessions and activities related to Initiatives,
- (c) communication with the participants and contributors before, during, and after each Session or activity related to an initiative in collaboration with the Marketing & Communication Lead,
- (d) the related invitation and registration processes, and
- (e) the budget and expenses concerning the Sessions in collaboration with the Financial & Information Officer.

Article 29 – Local Chapter Lead

The Local Chapter Lead shall supervise and coordinate the activities of the Local UNITECH Chapters (LUCs) and serve as communication interface between the Council and the LUC Coordinators (LCCs). In particular, the Local Chapter Lead shall be responsible for:

- (a) Ensuring connection amongst LCCs and foster mutual motivation, in particular ensuring that regular meetings and an annual collaboration event take place,
- (b) ensuring regular social activities in the LUCs in order to maintain close ties with local alumni, CPs and incoming students, and to keep the UNITECH spirit alive,
- (c) facilitation and collaboration between the LUCs and APs, in particular ensuring that the LUCs actively support the recruitment of new students into the UNITECH programme,
- (d) facilitation and collaboration between the LUCs and CPs, in particular ensuring that the LUCs support and encourage the organisation of local events hosted by CPs and/or events that give visibility to CPs to the local UAA network,
- (e) keeping the Council informed about the activities in the LUCs,
- (f) preparing existing and new LCCs,
- (g) ensuring continuity of LUCs, and
- (h) the setup of new LUCs.

Article 30 – Strategic Relations Lead

The Strategic Relations Lead shall be responsible for maintaining and fostering the ecosystem relations that are strategic to the UAA and act as the interface between these relations and the Council. In particular, the Strategic Relations Lead shall be responsible for:

- (a) Keeping the strategic relations (APs, CPs, Student Representatives, Honorary Alumni, and Coach Advisory Board) informed about activities in the UAA,

- (b) ensuring that mutual trust is established between the UAA and the strategic relations, in particular through regular meetings during the UAA year and an annual collaboration event during the UNITECH General Assembly,
- (c) ensuring that the needs and expectations of the strategic relations are understood and mutual value is created,
- (d) facilitation of the recruitment of new CPs through the relations in the alumni network,
- (e) facilitation of the recruitment of alumni for CPs,
- (f) facilitation and organisation of programme elements led by alumni in the UNITECH International programme, and
- (g) fostering relationships amongst alumni, in particular through long-term initiatives that enable them to connect, network and develop together.

Article 31 – Secretary General

- (a) The Council may appoint a Secretary General of the Association for a term of office decided by the Council.
- (b) The Secretary General may be appointed at any time by the Council as and when a vacancy occurs.
- (c) The Objectives of the Secretary General are laid out in Bylaw No. 7.

Article 32 – Redistribution of responsibilities and usage of titles

- (a) The responsibilities of the elected officers may be distributed differently than outlined in Article 24 to Article 30 by the Council.
- (b) The titles of the elected officers of Article 24 to Article 30 are not mandatory to be used for external communication purposes.
- (c) In case the Council decides to use a different title for one or more of the elected officers for external communication purposes, the new title(s) shall be agreed on by the Council during the first Council Meeting of the UAA year and stay consistent for the remainder of that UAA year. A notice shall be sent to the members by the Council no later than two weeks prior to the change in title taking effect.

SECTION 6 – FINANCE

Article 33 – Revenues and Expenses

- (a) The revenues of the Association shall consist of membership fees, royalties, and contributions from the UNITECH International Society, as well as unconditional donations.
- (b) The revenue of the Association shall be used for expenses and investments as directed by the Council on the basis of a budget approved by the General Assembly.
- (c) The Financial Officer shall approve expenses within the budget approved by the General Assembly.

Article 34 – Membership Fee

All members shall be required to pay an annual membership fee as determined by the General Assembly.

Article 35 – Financial Responsibilities

- (a) All services to the Association by Elected Officers, Council Members, or Committee Members shall be voluntary and unpaid.
- (b) The liability of a member to contribute towards the payments of debts and liabilities of the Society is limited to the amount, if any, of the membership fees unpaid by the member. Creditors shall look only to assets of the Association for payment.
- (c) If the Association is not able to balance its accounts it will be dissolved according to Article 37.

SECTION 7 – LOCAL UNITECH CHAPTERS

Article 36 – Definition

A Local UNITECH Chapter (LUC) is a group of UNITECH students and members living in the same city or area, building a network within the Association.

Article 37 – LUC Coordinators

- (a) One member of each LUC is a coordinator for that LUC and is a contact person for the UAA Council.
- (b) The LUC coordinator is also a contact person for the Local UNITECH Office and the local representatives of the UNITECH Corporate Partners.
- (c) All LUC coordinators are to be elected by the members of their respective LUC. They are elected for a one year term and may serve for no more than three consecutive terms.
- (d) The election procedure for the LUC Coordinators is defined by the Council.

Article 38 – Funding

- (a) LUCs are not allowed to accept sponsoring from any company other than UNITECH Corporate Partners.
- (b) A yearly budget is assigned to each LUC by the Council after approval of the yearly plan of activities.

SECTION 8 – FINAL PROVISIONS

Article 39 – Dissolution

- (e) The procedure for the dissolution of the Association is the same as for amendments to the Constitution (Article 11).
- (f) In the event of the dissolution of the Association the Council shall determine the manner of disposal of the funds and properties for the benefit of one or more non-profit-making organisations, the aims of which are as similar to the aims of the Association as possible.

UNITECH Alumni Association (UAA)

BYLAWS

GENERAL PROVISIONS

No. 1

These Bylaws are approved in accordance with Article 13 of the Constitution.

GENERAL ASSEMBLY

No. 2 - Scheduling

- (a) The date and agenda of a General Assembly meeting is set up by the Council.
- (b) Notice of a meeting of the General Assembly shall be sent to the members by the Council no later than two months prior to the date fixed, accompanied by a provisional agenda.
- (c) Comments on the agenda shall be returned to the Council no later than one month before the date of the session.
- (d) The final agenda shall be sent to the members not less than two weeks prior to the date of the session.

No. 3 - Agenda

Matters not appearing on the agenda of a meeting of the General Assembly will be considered only if prior approval is given by a simple majority of the General Assembly.

No. 4 - Extraordinary Meetings

- (a) Members requesting an extraordinary meeting of the General Assembly shall send a request to the Council, specifying the matter or matters which they desire to be discussed in accordance with the provisions of Article 9(d) of the Constitution.
- (b) The Council shall fix the date of an extraordinary meeting of the General Assembly so that the meeting takes place within three months of receipt of the request.
- (c) The agenda shall be sent to the members not less than one month prior to the date of the session.

COUNCIL

No. 5 - Meetings and Decisions

- (a) The Council shall reach decisions either at a meeting or by correspondence.
- (b) Whenever possible, the Council should reach its decision by consensus. If a vote is necessary, decision shall be made on the basis of a majority of the votes cast.
- (c) For a meeting of the Council, a member may appoint another Council Member as a proxy. Notice of such proxy shall be sent to the President or the Secretary General prior to the meeting.

No. 6 - Responsibilities

The Council shall submit to the General Assembly latest with the final agenda:

- (a) The report of the Council for the preceding year,
- (b) The Financial Officer's report and the provisional statement of accounts of the Association,
- (c) A proposal for the annual budget of the Association,

(d) A proposal for the number of Additional Officers to be elected to the Council for the following year, if applicable,

(e) A list of candidates for the Elected Officers, prepared according to Article 19 of the Constitution,

(f) Any proposals for amendments to the Constitution or the Bylaws.

No. 7 - Objectives Secretary General

In accordance with Article 28 of the Constitution, the Secretary General shall:

(a) Act as Secretary of the General Assembly as well as of the Council,

(b) Be charged with the implementation of the resolutions approved by the General Assembly or the Council and act on all matters in accord with these decisions; in cases where clarification is required, the Secretary General shall seek and follow the opinion of the President,

(c) Prepare the agenda of each meeting of the Council, taking into account the suggestions of the President and the other Council Members, and post it at least one month before the date of the meeting,

(d) Conduct the current business of the Association, run the secretariat, deal with correspondence and maintain the records of the Association,

(e) Attend meetings, conferences, symposia and workshops and disseminate information on such meetings.

FINANCE

No. 8 – Financial Year

The financial year of the Association shall be from the 1st of May to the 30th of April.

No. 9 - Auditors

(a) The correctness of the business conducted by the Council shall be supervised annually by two auditors within two months after the end of the financial year. The result of this verification shall be reported to the members within three months after the end of the financial year.

(b) The two auditors are elected with a simple majority by the General Assembly. The term of office of the elected auditor shall be one year, starting from the conclusion of the General Assembly at which they were elected or, if a postal ballot is held between sessions of the General Assembly, on the announcement of the result of that ballot by the Election Committee. He/She remains in office until the conclusion of the meeting of the General Assembly electing their successors.

No. 10 – Membership Fee

(a) The membership fees shall be fixed by the General Assembly on the recommendation of the Council. The membership fee shall be based on the operational cost of the Association expected for the coming year. Additionally it may comprise a position for special activities declared in the budget.

(b) The membership fees are to be paid in advance of the financial year. If a member is in arrears in payment of its fee, the membership is suspended within three months after the beginning of the financial year; after three months the membership is terminated.

(c) The year immediately after completion of the UNITECH year, members are exempt from the payment of membership fees.