

BYLAWS THE AMERICAN WOMENS CLUB OF LIECHTENSTEIN & THE RHINE VALLEY

GENERAL REGULATIONS

Art. 1 Purpose

The American Women's Club of Liechtenstein is a social club bringing together American women living in the Rhine Valley; Liechtenstein, Switzerland and Austria.

The Club is formed according to Art. 60 ff. of the Swiss Civil Code / Zivilgesetzbuches (ZGB). Seat of the club is the home of the president *.

Art. 2 Tasks

The members celebrate their American heritage and explore their new culture – together. The Club supports and helps newcomers adapt to life abroad, build friendships with each other and local residents.

MEMBERSHIP

Art. 3 Requirements

Regular Membership is offered to US Citizens, wives of US citizens, and North American citizens fluent in English. Regular members have full voting rights.

Associate Membership is available to women that have immediate family ties, such as a mother or daughters of US citizens, lived in the United States for at least two years and are fluid in English. They enjoy full voting rights. The total number of associate members shall not exceed 20% of the regular membership.

Temporary Guest Membership is available to North Americans fluent in English, and staying for 6 months. Voting rights are waived.

Art. 5 Terminating Membership

Membership ends with death, resignation or expulsion.

Art. 6 Resignations

Resignations should be sent in writing to the President.

Art. 7 Expulsion

Members who violate the club's purpose, the Bylaws, or otherwise damage the reputation of the Club, can be expelled after two written notices. The Board votes over the expulsion and informs the member in writing immediately. The decision may be appealed at the Annual General Meeting.

Art. 8 Liability

Every personal liability of the members is excluded.

STRUCTURE

Art. 9 Organs

- Annual General Meeting
- Board
- Auditor

Art. 10 Terms

Term is one year for all board positions and auditors.

Art. 11 Terminating Officers

Membership to The Board or Auditors ends with death, resignation, dismissal, loss of club membership or expulsion.

Art. 12 Dismissal of elected Officers

An elected officer maybe removed from office by a majority vote at the Annual General Meeting. The affected member may submit a written petition and has a right to a hearing at the Annual General Meeting.

ANNUAL GENERAL MEETING (AGM)

Art. 13 Reason

The Annual General Meeting is the supreme governing body of the club. It is made up of all members of the club and is chaired by the President.

Art. 14 Convening

The Annual General Meeting occurs annually. The Board schedules it before the end of the 1st quarter. Extraordinary General Meetings may be called when desired by:

- 3 Members of The Board
- the Auditors
- 20% of the membership

An Extraordinary General Meeting is mandatory when the President resigns and the Vice-President is unable to take over or when the quorum in Art. 20 cannot be fulfilled. It is to be conducted within 6 weeks according to Art. 15.

Art. 15 Invitations

The Board sends the invitation to the members at least 10 days before the meeting. This includes the Agenda, minutes from the last AGM, all motions, resolutions, and amendments from the Board and from members, and the financial statements. Written motions will be added to the Agenda up to 5 days before the AGM. Motions that are not included on the Agenda cannot be decided upon unless a motion is made to call an Extraordinary Meeting. Twenty percent of those present can propose to have an item on the Agenda tabled or removed.

Art. 16 Responsibilities/ Competencies

The Annual General Meeting decides over:

- Elect vote counter
- The Presidents Report over the past years activities
- Minutes from the last AGM
- Treasurers Reports - Balance Sheet, Budget
- Auditors Report
- Fawco Report
- Committee Reports
- Elect the President and Board positions
- Elect the Auditor
- Dismissals according Art. 12
- Set dues for the next year
- Fawco Conference attendance

- Designate charitable institutions to be recognized
- Establish committees
- Amendments to Bylaws
- Various motions and proposals

The AGM can delegate certain orders of business for the board to conduct.

Art. 17 Quorums

Every properly convened Annual General Meeting constitutes a quorum when 20% of current members, and three board members are present. Elections and voting are conducted by hand unless a ballot is requested. Voting is by simple majority unless otherwise stipulated.

In case of a tie, the President casts the deciding vote. Absentee Ballots may be requested and sent to the Auditor and remain unopened until the AGM.

THE BOARD

Art. 18 Purpose

The Board is responsible for the administration of the club according to the Bylaws. The Board is based on the principle of collegiality.

Art. 19 Composition of which the majority is made up of regular members

The Board is composed of the offices of:

- **President** – represents the club officially, coordinates and runs the Annual and Board Meetings, Administers the affairs of the club and its membership. The President must be a US citizen.
- **Vice-President** – performs the duties of President in case of her absence, organizes events. If the VP is not a US citizen, she may serve as interim President until a swift AGM or extraordinary meeting can be called.
- **Secretary** – records the minutes of the Annual and Board Meetings. Sends internal and external correspondence. Signs the minutes with the President.
- **Treasurer** – collects dues, pays bills approved by the Board or per budget, and keeps accurate accounts. Prepares the financial statement, budget and submits them to the auditor. Signs with the President.
- **Fawco Representative** – represents the club in meetings and correspondence with FAWCO. Attendance to distant conferences is determined by Art. 16. She keeps the club apprised of pertinent activities, charities and opportunities.
- **Digital Administrator** – maintains all digital presence.

The Board reserves the rights to delegate individual tasks. Board members may pay 50% of yearly dues.

Art. 20 Voting Rights and Decision Making

The President presides over the Board Meetings, in case of absence, the Vice-President.

A quorum constitutes 60% or 4 members present. A Board member is allowed to vote absentee. All votes are by simple majority. In case of a tie, the President casts the deciding vote.

Art. 21 Convening

The Board meets as often as the business of the club requires, a minimum of three times a year.

Art. 22 Responsibilities/Competencies

The Board has the right to:

- Sets the yearly activities calendar
- Make extraordinary purchases (not budgeted) up to 25% of yearly revenue

- Prepare the agenda and conduct business for the Annual General Meeting
- Communicates and accepts new associate & temporary members
- Organize committees to help with special circumstances
- Make recommendations to the membership
- Invite guests to attend
- Conducts business given by the members at the Annual General Meeting
- Recommend expulsions as in Art. 7
- Waive dues for those in financial need

CONTROLLING / AUDITOR

Art. 23 AUDITOR

The Auditor is elected at the Annual General Meeting. The auditor may not be a member of the Board.

FINANCES

Art. 24 Finances

The financing of the club is as follows:

- a) The Club fiscal year begins on January 1st.
- b) The amount of the membership fee is decided at the Annual General Meeting
- c) Membership fees are due before the Annual Meeting to ensure voting rights.
- d) The treasurer shall maintain the Fawco Account at 500 CHF
- e) All donations are generated by fundraising, not by the member's dues. Recipients shall be women and children, and any organization in agreement with the purpose of the American Women's Club of Liechtenstein.

AMENDMENTS AND DISSOLUTION

Art. 25 Amendments

These Bylaws may be amended at the Annual General Meeting by two-thirds vote of the members, when three officers are present, and at least 20% of the voting members are present. All requests must be in written form to The Board.

Art. 26 Dissolution

Two-thirds of the members may vote at the Annual General Meeting to dissolve the club. All material possessions must be sold, outstanding bills paid and any remaining funds donated to a non-profit entity decided upon at the time of dissolution at the Annual General Meeting.

FINAL PROVISIONS

Art. 27 Enactment

The Bylaws replace and annul the previous versions and were approved at the Annual General Meeting from, 12.March, 2022 and are effective immediately thereafter.

Gams, 12.3.2022

President

Vicki Gabathuler

Vice-President

Susan Rinderer