

# Minutes of the founding meeting of the association

Physio in Lesotho

based in Glarus

Date/Time/Place      14 March 2025, 1400, Glarus

Present                Wolfgang Fasser, Feldstrasse 9, 8750 Glarus  
Chantal Jauslin, Wanderstrasse 149, 4054 Basel  
Felix Lehner, Feldstrasse 11, 8750 Glarus  
Therese Schär, Hüttenstrasse 34-A, 8344 Bäretswil

Chair                    Wolfgang Fasser, Glarus Chantal

Minutes                Jauslin, Basel

Agenda

items:

1. Formal
2. Founding resolution
3. Approval of the Articles of Association
4. Election of the Executive Board
5. Election of the auditors

## 1. Formal

- 1.1 The agenda is adopted unanimously.
- 1.2 The inaugural meeting elects Wolfgang Fasser, Glarus, as Chairman and Chantal Jauslin, Basel, as Secretary.

## 2. Founding resolution

- 2.1 The meeting unanimously decides to found an association "Physio in Lesotho". The aim is to support the healthcare system in the Kingdom of Lesotho (Africa), both in the country itself and from Switzerland. The financial resources for this are to be collected in Switzerland and administrative costs are to be kept to a minimum. All members of the organisation are to work for the association on a voluntary basis.

### **3. Approval of the Articles of Association**

- 3.1 The draft Articles of Association have been sent to each founding member in advance. They were discussed and unanimously approved by the meeting.

### **4. Election of the Executive Board**

- 4.1 Wolfgang Fasser, born 24 October 1955, from Glarus, residing at Feldstrasse 9, 8750 Glarus, is elected President and Treasurer. He will sign for the association individually.
- 4.2 Chantal Gertrude Jauslin-Meuwly, born 14.01.1963, from MuttENZ BL, residing at Wanderstrasse 149, 4054 Basel is Vice-President, she signs for the Association collectively.
- 4.3 Therese Schär. born 04.10.1960, from Dürrenroth BE, residing at Hüttenstr. 34-A, 8344 Bäretswil, is elected Actuary. She signs for the association collectively.

All Board members elected unanimously.

### **5. Election of the auditors**

- 5.1 Felix Peter Lehner, born 28 July 1951, from Zurich, residing at Feldstrasse 11, 8750 Glarus, is unanimously elected as auditor.

End of the meeting: 14:45

Glarus, 14 March 2025

Wolfgang Fasser  
President

Chantal Jauslin  
Actuary

## **Association Physio in Lesotho - Statutes**

### **Article 1 - Name and registered office**

An association exists under the name "Physio in Lesotho" within the meaning of Art. 60 ff. of the Swiss Civil Code. The registered office of the association is in the political municipality of Glarus. It is politically independent and denominationally neutral.

### **Article 2 - Aim and purpose**

The purpose of the association is to promote physiotherapy in the healthcare sector in Lesotho (Africa). Its activities include the development and dissemination of new teaching materials and the reproduction and dissemination of existing ones, the organisation of further training courses and online supervision services for healthcare workers in Lesotho. In addition, physiotherapy databases are further developed and disseminated online. The organisation and implementation of public events in Switzerland, locally on site and online are also offered.

The association pursues neither profit nor self-help purposes.

### **Article 3 - Means**

The organisation has the following resources at its disposal to pursue its purpose:

- Membership fees
- Patronage contributions
- Income from events
- Donations and benefits of all kinds
- Investment income

The membership fees are set annually by the General Meeting.

The financial year corresponds to the calendar year.

### **Article 4 - Membership**

Natural and legal persons who are interested in the purpose of the association can become members.

Members may join the association any time. Applications for admission must be to the Executive Board; the Executive Board makes the final decision on admission.

Membership expires

- In the case of natural persons through resignation, exclusion or death
- In the case of legal entities due to resignation, exclusion or dissolution of the legal entity

## **Article 5 - Resignation and exclusion**

Members may leave the association at any time by notifying the Executive Board. The full membership fee must be paid for the current year.

## **Article 6 - Bodies of the Association**

The organs of the association are

- the general meeting
- The Executive Board
- the audit of the accounts

## **Article 7 - The General Assembly**

The supreme body of the association is the General Meeting. An ordinary general meeting takes place annually in the first six months of the calendar year.

are invited to the General Meeting 10 days in advance in writing, stating the items on the agenda. Invitations by e-mail are valid.

Proposals from members for additional business to be brought before the General Meeting must be submitted to the Board of Directors in writing, stating reasons, within 14 days at the latest.

The Executive Board or 1/5 of the members may request the convening of an Extraordinary General Meeting at any time, stating the purpose of the meeting. The meeting must be no later than 3 weeks after receipt of the request.

The General Meeting has the following inalienable duties and competences:

- a) Approval of the minutes of the last General Meeting
- b) Approval of the annual report of the Executive Board
- c) Acceptance of the audit report and approval of the annual financial statements
- d) Discharge of the Executive Board
- e) Election of the Chairman and the other members of the Board of Directors as well as the auditors
- f) F) Determination of the membership fee
- g) Acknowledgement of the annual budget
- h) Taking note of the programme of activities
- i) Resolution on motions by the Executive Board and members
- j) Amendment of the Articles of Association
- k) Decision on the expulsion of members
- l) Resolution on the dissolution of the Association and the utilisation of the liquidation proceeds.

Every duly convened General Meeting is quorate regardless of the number of members present.

The members pass resolutions by a simple majority of the votes cast. In the event of a tie, the chairperson has the casting vote.

Amendments to the Articles of Association require the approval of a 2/3 majority of those present and entitled to vote.

At the very least, minutes of the resolutions passed must be drawn up.

#### **Article 8 - The Board of Directors**

The Board of Directors consists of 2 to 5 persons. The term of office is 3 years. Re-election is permitted.

The Executive Board manages the day-to-day business and represents the association externally.

The Board of Directors has all competences that are not transferred to another body by law or in accordance with these Articles of Association.

The following departments are represented on the Board of Directors:

- Presidium
- Vice presidency
- Finances
- Actuary Accumulation of

offices is possible.

The Board of Directors meets as often as business requires. If no member of the Board of Directors requests a verbal discussion, resolutions may be passed by circular letter (including e-mail).

The Board of Directors generally works on a voluntary and unpaid basis; it is entitled to reimbursement of actual expenses.

#### **Article 9 - The Auditors**

The General Meeting elects one or two auditors or a legal entity to check the accounts and carry out a spot check at least once a year.

The auditors report to the Board of Directors for the attention of the General Meeting. The term of office is three years. Re-election is permitted.

If this is not required by law, the auditors are not entered in the commercial register.

**Article 10 - Authorisation to sign**

The Association is bound by the sole signature of the President. Other members of the Board of Directors sign for the Association collectively in twos.

**Article 11 - Liability**

Only the association's assets are liable for the association's debts. Personal liability of the members is excluded.

**Article 12 - Data protection**

The association only collects personal data from members that is necessary to fulfil the purpose of the association. The Executive Board ensures that the data is secure in a manner commensurate with the risk.

**Article 13 - Dissolution and liquidation**

The Association may be dissolved by resolution of an ordinary or extraordinary General Meeting with a majority of 2/3 of the members present.

If the association is dissolved, the association's assets shall be transferred to a tax-exempt organisation in Switzerland that pursues the same or a similar purpose. The distribution of the Association's assets among the members is excluded.

**Article 14 - Entry into force**

These Articles of Association were adopted by the Founders' Meeting on 14 March 2025 and entered into force on that date.

Glarus 14 March 2025

To the inaugural meeting  
of the association "Physio in Lesotho"  
8750 Glarus

Glarus, 28 February 2025

#### DECLARATION OF ACCEPTANCE

Dear Sir or Madam

The undersigned, Wolfgang Fasser, of Glarus, residing at Feldstrasse 9, 8750  
Glarus, declares his willingness to accept the mandate as

PRESIDENT OF THE PHYSZO ASSOCIATION IN LESOTHO

and to accept an election that falls to him.

Kind regards

Wolfgang Fasser

To the inaugural meeting  
of the association "Physio in  
Lesotho" 8750 Glarus

#### ACCEPTANCE - DECLARATION

Dear Sir or Madam

The undersigned, Wolfgang Fasser, of Glarus, residing at Feldstrasse 9, 8750  
Glarus, declares his willingness to

Association Physio in

Lesotho at Feldstrasse 9, Glarus, free of charge.

Glarus, 28 February 2025

Wolfgang Fasser



To the inaugural meeting  
of the association "Physio in Lesotho"  
8750 Glarus

Glarus, 28 February 2025

#### DECLARATION OF ACCEPTANCE

Dear Sir or Madam

The undersigned, Chantal Gertrude Jauslin-Meuwly, of Muttenez, residing at Wanderstrasse 149,  
4054 Basel, declares her willingness to accept the mandate of

VICE-PRESIDENT AND ACTUARY OF THE ASSOCIATION PHYSIO IN LESOTHO

and to accept an election that falls to them.

Kind regards

Chantal Jauslin

To the inaugural meeting  
of the association "Physio in Lesotho"  
8750 Glarus

Glarus, 28 February 2025

#### DECLARATION OF ACCEPTANCE

Dear Sir or Madam

The undersigned, Therese Schär, of Dürrenroth BE, residing at Hüttenstr. 34-A, 8344 Bäretswil, declares that she is willing to accept the mandate as

CASHIERS OF THE ASSOCIATION PHYSIO EN LESOTHO

and to accept an election that falls to them.

Kind regards

Therese Schär

To the inaugural meeting  
of the association "Physio in Lesotho"  
8750 Glarus

Glarus, 28 February 2025

#### DECLARATION OF ACCEPTANCE

Dear Sir or Madam

The undersigned, Felix Peter Lehner, of Zurich, residing at Feldstrasse 11, 8750 Glarus,  
declares his willingness to accept the mandate as statutory auditor of the

VEREENS PHYSIO IN LESOTHO

and to accept an election that falls to him.

Kind regards

Felix Lehner