

Founding an association

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Creating an association is simple. It starts with an idea and the willingness of a group of people to achieve a goal or complete a task together. An association primarily pursues a non-material, non-economic goal. Once the right organisational structure for the association has been found, there's nothing else standing in the way of founding it.

At the first general meeting, the association is brought to life. As soon as the founding members have determined the purpose of the association, approved the articles of association and elected the members of the executive committee, the association will be deemed legally established and have the power to act: it is now a legal entity.

The written articles of association form an important basis for every association; they're what gives the association its own rules. The articles of association describe the tasks of the association, how it is organised and how it is funded. Alongside the law (Articles 60 to 79 of the Swiss Civil Code), they set out the legal framework for the members and the executive committee.

Articles of association

The articles of association contain the following main elements:

Name and headquarters

The association needs a name. To distinguish the association from others, it must be named.

The headquarters are the location at which the association is legally liable. The headquarters, which can be selected freely, are always in a political municipality.

Objects

The association must pursue non-material purposes and address a social, cultural, political, sporting or other non-economic objective. Within this framework, the purposes can be chosen freely. The purposes should be formulated as precisely and understandably as possible and explain what the association wants to achieve.

Members

The articles of association describe who can become a member of the association and which rights and obligations members have. They describe the different membership categories and contain provisions on how members are admitted and excluded.

Organisational structure

The responsibility and organisational set-up of the general meeting, the executive committee and any other bodies (e.g. auditors, work groups or committees) are also laid down in the articles of association. The number of committee members can be chosen freely, as can their tasks. If the executive committee decides on its own organisational matters, this means that it itself decides how it will be set up.

Liability

Unless otherwise determined in the articles of association, the liability of the association is covered by the association's assets; members are not held personally liable.

Resources

The articles of association contain a provision on the financial means through which the association funds itself: notably membership subscriptions (and possibly the amounts), donations and grants. If the association wishes to collect membership subscriptions, this must be laid down in the articles of association.

Disbandment

This article sets out how the disbandment of the association is decided and to whom any remaining funds will go.

First general meeting and minutes of the first general meeting

The association is founded at the first general meeting, attended by the founding members. Two people can theoretically found an association. However, it is advisable for at least three people to attend the meeting in order to be able to hold a vote. The first general meeting approves the articles of association and elects the bodies, namely at least the executive committee. Founding members do not necessarily have to join the association.

Minutes of the first general meeting are taken. These provide information about the persons present and the founding act, namely the resolution, to found an association together. They confirm the approval of the articles of association and the election of the executive committee (and the auditors, if necessary). The articles of association must be signed if the association is to be entered into the commercial register; the minutes of the first general meeting contain the names of the founding members and are signed by the person taking the minutes and, if necessary, by the chairperson.

Effect

Once the association has been properly founded and has the power to act, it can legally take action, such as acquiring rights and obligations and concluding contracts, for example. These rights and obligations are conferred upon the association as a legal entity (and not upon its members). The association is responsible for its liabilities with its own assets.

Opening a post office account or bank account

To open an association account, the post office or bank requires the articles of association and the minutes of the first general meeting showing the authorised signatories.

Entry in the commercial register

An association that undertakes commercial activities or is subject to auditing is required to be entered in the commercial register of the canton responsible. An entry may also be made on a voluntary basis.