



ZURICH FILM FESTIVAL DONORS ASSOCIATION

STATUTES

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PART I – GENERAL PROVISIONS.....	3
Article 1 - Name and Location.....	3
Article 2 - Objective.....	3
PART II – MEMBERSHIP.....	3
Article 3 - Ordinary Members.....	3
Article 4 - Admission of Members	3
Article 5 - Deferral of membership.....	3
Article 6 - Honorary Members	4
Article 7 - Withdrawal.....	4
Article 8 - Expulsion.....	4
PART III – ORGANISATION	4
Article 9 - Ordinary General Assembly.....	4
Article 10 - Extraordinary General Assembly	4
Article 11 - Voting Rights.....	5
Article 12 - Board of Directors.....	5
Article 13 - Patronage Committee	5
Article 14 - Statutory Auditor(s).....	5
PART IV – FINANCES	6
Article 15 - Membership Fee and Donations	6
PART V – CHANGES TO THE STATUTES AND DISSOLUTION.....	6
Article 16 - Changes to the Statutes.....	6
Article 17 - Dissolution.....	6
PART VI – LEGAL VALIDITY	7
Article 19 - Legal Validity.....	7

PART I – GENERAL PROVISIONS

Article 1 - Name and Location

The name “Zurich Film Festival Donors Association” is to be understood as a non-profit Association subject to the following statutes and pursuant to Art. 60 ff ZGB of the Swiss Civil Code. The Association shall exist for an indefinite period of time.

The location of the Association is Zurich.

Article 2 - Objective

The objective of the Association is to promote the Zurich Film Festival, support national and international film workers, and take responsibility for those competition prizes distributed during the Zurich Film Festival.

PART II – MEMBERSHIP

Article 3 - Ordinary Members

Any natural person may become a Member of the Association.

Article 4 - Admission of Members

Application for membership may be made in writing to the President at any time. The Board of Directors shall decide upon the admittance of a new member at the following meeting.

A one-off admission fee of CHF 1500.- is charged.

Article 5 - Deferral of membership

Deferrals require written notification to the President by the end of June of the current association year and must be authorised by the Board of Directors.

If the Board of Directors decides in favour, the usual membership fee is waived. The member is obliged to pay a contribution towards expenses of 10% p.a. of the membership fee.

As a deferred member (passive member), the member has no rights (no voting rights, no participation in events, etc.). However, they can continue to receive all information from the ZFF Donor.

Re-admission occurs automatically after the end of the association year.

Article 6 - Honorary Members

The Board of Directors may appoint persons as Honorary Members who have rendered outstanding services with respect to the Association's objectives.

Article 7 - Withdrawal

Any Member may withdraw at any time from the Association by submitting a written statement to the President. The withdrawing Member is obliged to pay the membership fee for the current year.

Article 8 - Expulsion

Any Member, who intentionally acts in a manner contrary to the interests of the association or does not pay the membership fee despite repeated reminders, is subject to expulsion by the Board of Directors.

PART III – ORGANISATION

Article 9 - Ordinary General Assembly

The General Assembly forms the highest organ of the Association.

An Ordinary General Assembly takes place once a year and is convened by the Board of Directors. The General Assembly is chaired by the President or another Member of the Board of Directors.

The General Assembly has the capacity to:

- monitor the activities of the Board of Directors;
- approve the Board of Directors' activity report and the annual accounts;
- choose Members of the Board and Auditors;
- discharge Members of the Board;
- set the membership fee;
- make resolutions on all business matters that are not delegated to Members of the Board;
- change the Statutes.

The General Assembly can deselect Members of the Board with or without reason at any time.

Article 10 - Extraordinary General Assembly

An Extraordinary General Assembly may be convened in due course by the Members of the Board at the request of at least half of the Association Members.

An Extraordinary General Assembly has the same capacities as an Ordinary General Assembly.

Article 11 - Voting Rights

Each Association Member is allowed one vote at the General Assembly. There is no entitlement to vote by proxy.

The General Assembly makes its resolutions based on a simple majority of votes by members present. Abstentions are not counted as votes. The General Assembly quorum is set at one third of registered members.

Article 12 - Board of Directors

The Board of Directors consists of at least three Association Members who are elected for a one-year period. A re-election is permissible.

The Board of Directors is responsible for its own constitution.

Members of the Board are elected on a voluntary basis and are entitled to reimbursement for their costs and cash expenditure only. An adequate allowance may be granted to individual Members of the Board for special services.

The Board of Directors is charged with:

- carrying out the resolutions made by the General Assembly;
- the management and leadership of the Association;
- keeping Members informed of Association affairs;
- resolutions regarding the acceptance of new Members;
- presenting reports to the General Assembly.

The Board of Directors makes its resolutions based on the simple majority of votes by Members of the Board present. A resolution is effective when a minimum of two Members of the Board are present at the making of a resolution. Resolutions can be made by way of circulation, providing this is unanimously approved. In the event of a clash of interests, the Member of the Board concerned is excluded from participating in that resolution.

Article 13 - Patronage Committee

The Members of the Board may designate a Patronage Committee. The Patronage Committee advises the Board of Directors with regard to special events.

Article 14 - Statutory Auditor(s)

The Statutory Auditor(s) consists of one or more Auditors elected by the Board of Directors for a serving period of one year. Its role is to examine the Board of Director's annual accounts and report its findings to the General Assembly.

PART IV – FINANCES

Article 15 - Membership Fee and Donations

The annual membership fee is based on age and is valid as follows until acceptance of the 70th member:

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| • for members between the ages of 20 and 29: | CHF 2'500 |
| • for members between the ages of 30 and 39: | CHF 3'500 |
| • for members between the ages of 40 and 49: | CHF 4'500 |
| • for members above the age of 50: | CHF 5'500 |

When the number of Members reaches 71, the membership fee for all new Members is CHF 5'500, regardless of age. Should the number of Members later fall below 70 due to Members withdrawing from the association, the membership fee remains at CHF 5'500.

The effective date when calculating the age of Members for purposes of the membership fee is April 1 of the association year. The liability of Members is limited to the payment of the membership fee.

The Honorary Members of the Association are excluded from having to pay the membership fee.

The Association is further financed by donations.

In return for the membership fee, Members receive to:

- 2 personalised tickets to the Zurich Film Festival Opening Night and Award Night
- 2 personalised tickets to the Golden Icon Award Ceremony
- exclusive ticket ordering possibilities in the run-up to the ZFF
- a personalized Donors Pass for the festival
- individual support before and during the festival
- 2-3 invitations to special Association events during the year
- a full list of members

PART V – CHANGES TO THE STATUTES AND DISSOLUTION

Article 16 - Changes to the Statutes

Changes to the statutes are made by resolution of the General Assembly.

Article 17 - Dissolution

Dissolution of the Association requires a resolution made by a majority of four fifths of Ordinary Members.

Article 18 - Assets

Following dissolution of the association, any remaining assets are transferred to a tax-free institution with the same or similar objectives. Distribution of the assets amongst Members is excluded.

PART VI – LEGAL VALIDITY

Article 19 - Legal Validity

These statutes replace the founding dated 6 May 2014 and enter into force on the occasion of the General Meeting of Shareholders on 27 May 2024.