

Articles of Association

ZWAP Cycling Club

§ 1 Name of the Association

The name of the association is: ZWAP Cycling Club

§ 2 Purpose

The purpose of the association is:

ZWAP Cycling Club shall promote cycling as an activity for people with Parkinson's disease, raise awareness, and raise charitable funds for the Parkinson's cause.

The purpose shall be pursued through the following activities:

- Organizing cycling tours/races to generate attention and sponsorships
- Organizing cycling training on Zwift or other similar digital platforms
- Providing information on digitally supported cycling as a form of exercise for people with Parkinson's
- Facilitating the collection of charitable funds in connection with the above-mentioned activities

§ 3 Legal Structure

The association is an independent legal entity with members and is self-owning. Being self-owning means that no individual, whether members or others, may claim the association's assets or funds, nor are they liable for the association's debts or other obligations.

§ 4 Membership

Membership in the association is open to all individuals with a connection to or interest in the Parkinson's cause.

§ 5 Rights and Duties Related to Membership

All members have the right to participate in the Annual General Meeting (AGM), have voting rights, and are eligible for election to positions of trust within the association. Members who owe membership fees for more than one year have no voting rights or other entitlements, and the board may remove such individuals from the membership register.

Members are obligated to comply with decisions made by the AGM.

§ 6 Annual General Meeting

The Annual General Meeting, held once a year, is the association's highest authority. The AGM has a quorum with the number of voting members in attendance, and each member has one vote. The meeting chair is elected by the AGM. The AGM may be conducted on an appropriate digital platform.

Unless otherwise stipulated, a resolution requires a simple majority of the votes cast to be valid. In the event of a tie, the outcome shall be decided by drawing lots.

The AGM is convened by the board with at least one month's notice, either directly to members or by announcement on an appropriate digital platform. Proposals to be considered must be submitted to the board no later than two weeks prior to the AGM. The complete agenda must be made available to members at least one week before the meeting. The AGM cannot consider items not on the agenda unless 3/4 of the attendees so require.

§ 7 Duties of the Annual General Meeting

The AGM shall:

- Consider the annual report
- Review the financial statements
- Review submitted proposals
- Determine the membership fee
- Adopt the annual budget
- Elect:
 - Chair of the board
 - Board members
 - Any deputy board members

§ 8 Extraordinary General Meetings

Extraordinary General Meetings shall be held when decided by the board or when demanded by at least 1/3 of the members. Notice shall be given in the same manner as for regular AGMs, with at least 14 days' notice. Extraordinary General Meetings may only address issues specified in the notice. Board members shall not be elected at an extraordinary meeting unless to replace members who have resigned voluntarily or due to natural reasons. In such cases, the replacement serves until the next AGM.

§ 9 The Board

The association shall have a board consisting of 3 to 5 members elected by the AGM. Preferably all, but at least 50% of the board members shall be individuals with Parkinson's. No more than 50% of the board may be replaced in any given year.

The board is the highest authority between AGMs. Board meetings shall be held when requested by the chair or a majority of the board members.

The board shall:

- Implement AGM decisions
- Appoint any committees, working groups, or individuals to carry out specific tasks, and establish guidelines for such
- Administer and exercise necessary control over the association's finances in accordance with applicable rules and regulations
- Represent the association externally

The board may adopt resolutions when a majority of its members are present. Decisions are made by a majority of the votes cast. In the event of a tie, the chair has the casting vote.

§ 10 Signing Authority

The chair and one board member jointly hold the right to sign on behalf of the association.

§ 11 Amendments to the Articles

Amendments to these articles may only be made at a regular or extraordinary AGM, provided the matter has been listed on the agenda. A two-thirds majority of the votes cast is required for approval.

§ 12 Dissolution

Dissolution of the association may only be decided at an AGM and requires a two-thirds majority.

Upon dissolution and settlement of debts, the association's remaining assets shall be allocated to the purpose for which the association was established. The net assets shall be donated to a non-profit organization as determined by the AGM.

No member may claim any portion of the association's funds.