

Sta-

tutes of **kapers**
Cabin Crew Union

k a p e r s

I Name, Domicile, Purpose

Article 1 Name

The association under the name of “**kapers** Cabin Crew Union”, hereafter named **kapers**, is established as an association in accordance with art. 60ff of the Swiss code of civil law.

There is a dependent section of **kapers** under the name of „**kapers**-Panther“, which is fully subordinated to the organisation of **kapers**.

Article 2 Legal domicile

The legal domicile of **kapers** is 8302 Kloten

Article 3 Purpose

- 3.1 Being a union, the objectives of **kapers** are the representation, promotion and protection of the common interests of all members, as well as their support.
- 3.2 **kapers** aspires to generally support the aviation business in Switzerland and to promote the cooperation with similar unions, professional associations and work organisations in Switzerland and abroad.
- 3.3. The section „**kapers**-Panther“ aims at protecting the specific interests of retired **kapers** members.

II Membership

Article 4 Members

- 4.1 Regular membership status is open to persons employed as Cabin Crew Members.
- 4.2 Persons who do not or no longer meet this requirement, may become passive members upon consent of the Board.
- 4.3. Every regular **kapers** member entering early or regular retirement, can apply to become a member of **kapers** Panther and thus remain a **kapers** member. A **kapers** Panther member has the same status as a passive member in every respect.
- 4.4 Members of the Board of **kapers** who have been active in this function for a duration of at least 4 years, may be nominated by the Board as free members and will be released from any membership fee payments.

Article 5 Member obligations

- 5.1 Each member is obligated to adhere to the statutes and decisions of **kapers** and to support the aims stipulated herein.
- 5.2 Each member is obligated to report to the administration office (for the attention of the Board) information and complaints occurring in connection with the performance of duties as a cabin crew member and which might be of interest to **kapers**.
- 5.3 Each member is obligated to pay the membership fee stipulated in these statutes.

Article 6 Admission, resignation, expulsion, voting and election rights

- 6.1 Applicants for a membership must submit a written application to the Board, who in turn will decide on the admission.
- 6.2 Each member can terminate the **kapers** membership, by submitting a written statement of resignation, effective by the last day of each quarter (March, June, September, December), taking into account a one month's notice.
- 6.3 If a member resigns from her/his function, as described in art. 4.1 of the statutes, their **kapers** membership will also terminate, subject to the provision mentioned in art. 4.2.
- 6.4 Members who have shown a dishonourable behaviour towards **kapers** or who have disregarded the statutes or decisions made by **kapers**, or who have impaired the interests or reputation of **kapers** in any other way, may be expelled by decision of the Board.
- 6.5 Regular members, as well as free members according to art. 4.4 are entitled to voting and active election rights.
- 6.6 Eligible as a member of the Board are regular members according to art. 4.1 of these statutes, with the exception of provisions 10.2 and 10.3. If a member of the Board does no longer fulfil the status of a regular member, she/he will be released from office automatically and with immediate effect. Exception: If a member of the Board is dismissed by the employer, she/he does not have to withdraw from office.
- 6.7 Passive members are not entitled to voting or election rights.

III Organisation

Article 7 Organs of the association

- 7.1 **kapers** is governed by the following organs:
 - General membership vote
 - General assembly
 - The Board
 - The auditing body

Article 8 General membership vote

- 8.1 The following affairs must mandatorily be submitted for a general membership vote:
 - Change of the statutes
 - Conclusion, changes and termination of collective labour agreements, as well as regulations forming an integral part of a CLA which has been put into effect. In this context, only those members are entitled to vote, for whom the respective CLA and/or the respective regulations are applicable.
 - Accession to or termination of membership with other associations, unions in Switzerland and abroad or professional and work associations
 - Dissolution of the association
- 8.2 For decisions concerning the conclusion, changes and termination of collective labour agreements and related regulations, as well as the dissolution of the association, a two-thirds majority of the votes cast is required. For all other affairs, a simple majority of votes cast is sufficient.
- 8.3 Prior to the start of every general membership vote concerning above mentioned affairs, a consultation of at least fifteen (15) days duration is required.
- 8.4 The minimum duration of a general membership vote is 25 days. The exact start and end dates are published by the Board. The ballot papers must be available for the members latest by the start date of the vote. The company mail boxes (if available) serve as valid mailing addresses. The ballot papers must be cast into the locked **kapers** ballot box latest by 18:00 hours of the last day of the vote. Postal voting is also possible.
- 8.5 Two members of the auditing body act as vote counters. They are also in charge of watching over the correct timing of the general membership vote.
- 8.6 The process of a general membership vote is furthermore determined by the Board, who must ensure secret and correct voting procedures.

Article 9 General assembly

- 9.1 The general assembly is the highest organ of **kapers**. It takes place at least once a year and upon decision of the Board may be carried out as a general membership vote.
- 9.2 The general assembly is responsible for:
 1. The approval of the annual report and the fiscal statement

2. The election of Board members, provided that their election is not explicitly delegated to the Board (withdrawal during term of office)
3. The election of the president
4. The election of the auditing body
5. The determination of membership fees
6. The determination of the financial compensation for Board members. The distribution of such remuneration amongst the Board members is determined by the Board.
- 9.3 The Board decides on the organisation, date and time of an ordinary general assembly. The members must be informed thereof at least two months in advance.
- 9.4 An extraordinary general assembly takes place as follows:
 - By decision of the Board
 - Based on a written petition signed by at least 10 % of all regular members.
- 9.5 If the petition concerns a CLA or a set of regulations between **kapers** and the respective airline, only the support of 10% of the regular members being subject to this specific contract or set of regulations is needed.
- 9.6 The Board determines the date, time and place of an extraordinary general assembly. However, it is mandatory that an extraordinary general assembly, as requested in writing by at least 10 % of all regular members, take place no later than 3 months after the petition has been filed.
- 9.7 The general assembly is conducted by the president. In case of her/his absence, or upon request by at least 10 regular members, a chairperson for the meeting will be selected.
- 9.8 During a general assembly, open voting or election is practiced, provided it is not decided otherwise by a simple majority.
- 9.9 Members of the Board have voting and election rights, except in matters concerning their own person.
- 9.10 Whenever a member is unable to take part, her/his vote may be submitted directly to the president, provided a written statement has been given beforehand. Such votes are only valid if they arrive at the **kapers** office by 18:00 hours on the day before the general assembly.
- 9.11 For elections and votes, a simple majority of returned votes is decisive. The president or the chairperson shall have the tie-breaking vote, if needed.

Article 10 Board

- 10.1 The Board is responsible for the management of the association's affairs, the execution of decisions made by the general assembly, as well as the compliance with the tasks assigned to them in these statutes. The Board has the responsibility to decide on all affairs, which are not explicitly assigned to another organ by these statutes. In order to fulfil their various tasks, the Board may hire personnel and form commissions and advisory boards, including members of the association. The selection of committee and advisory board members is the responsibility of the entire Board. The individual committees are presided by a Board member.
- 10.2 The board consists of at least seven, but not more than eight members. The presidency consist of three persons (one president with two vice presidents, or a co-presidency with two presidents and one vice-president). In addition, there is a General Manager (as long as the provisions of 10.3 are fulfilled) and four or five additional members, respectively. The Board members, as well as the president are elected for a regular term of office of 2 years. The vice-presidents are appointed by the Board. The voluntary resignation of a Board member during the term of office must be communicated to the Board in written form with a three months' notice. In this case, the Board elects a substitute (self-completion). If there are any significant reasons, such as neglect of Board duties or inability to properly represent the union's interests, a member of the Board may be dismissed by decision of the entire Board. In this case, a by-election must be carried out for the rest of the term of office. If the president steps down during the term of office, the Board will organise a by-election in accordance with art. 9.2.
- 10.3 The Board can elect the General Manager to the Board. This is possible earliest one year after the beginning of the General Manager's employment, must be confirmed by the Board for each term of office and ends latest with the termination of employment. Regardless of this election, the rights and obligations of the respective working contract apply for the employment relationship between the General Manager and **kapers**.
- 10.4 With a minimum of three months' notice, the Board has to present to the members a list of

candidates for re-election to the Board. They are to be selected from the active members of the Board, committee members and regular union members. With a request addressed to the Board, which must be signed by at least 5 % of all regular members, additional candidates may be proposed to the Board for election. This must take place within 30 days subsequent to the Board's presentation of the candidates.

- 10.5 The Board represents **kapers** externally. For legally binding acts for **kapers**, the collective signatures of two Board members are required.
- 10.6 The Board carries out Board meetings as often as required. A quorum requires the presence of one person from the presidency and at least four members of the Board. Decisions are made by the majority of the present Board members. In the event of a voting tie, the item concerned will be rejected and re-evaluated. In case of a second voting tie, the president (a co-presidency has only one vote), or in her/his absence the vice-president with the higher seniority will have the decisive vote.
- 10.7 Duties, obligations and competences of Board members, committee members and advisory board members are stipulated in separate performance specifications.

Article 11 Auditing body

- 11.1 The general assembly elects the auditing body for a term of office of 2 years. It consists of four members.
- 11.2 By the end of the fiscal year, the auditing body submits its written audit report on the financial statement to the Board, for approval by the general assembly.
- 11.3 The auditing body acts as vote counters and holds a supervisory function during general membership votes, in accordance with art. 8.1.

IV Finances

Article 12 Fiscal year

The fiscal year starts on January 1 and ends on December 31. By this date, the books have to be balanced.

Article 13 Membership fees

- 13.1 Membership fees, implementation contribution fees and solidarity contributions serve **kapers** to cover the expenses of union activities and to secure future commitments.
- 13.2 The general assembly determines the nature and the amount of the fees.
- 13.3 The annual membership fee for regular members is defined as a percentage of the gross annual salary and is set at 0.7% thereof. This percentage is identical for all members. The minimum membership fee is set at 150.- CHF. , the membership fee for passive members is 30.- CHF.
- 13.4 On termination of **kapers** membership, the membership fee is owed until the date of membership termination, in accordance with art. 6.2.

Article 14 Liability

kapers' liabilities are covered exclusively by the association's assets.

V Dissolution

Article 15 Dissolution

For the dissolution of the association, a decision of the general assembly is required, in accordance with art. 8.1 and/or art.8.2. Legal reasons for dissolution remain reserved. The members will decide on the use of the remaining association assets.

VI Final provisions

Article 16 Entry into force

These statutes enter into force as of May 31, 2016 and replace those of July 29, 2014.

This is a translation of the **kapers** statutes. Only the German version is legally binding.