



Swiss Esports Federation
Schweizerischer Esports Verband
Fédération Suisse d'Esports
Federazione Svizzera di Esports

Statutes

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I. Name, duration, registered office, and aim

Art. 1.1 Name

Under the Association's name « Swiss E-Sports Federation » or « SESF » (French : « Fédération Switzerland d'E-Sports », German : « Schweizerischer E-Sports Verband », Italian : « Federazione Svizzera di E-Sports »), (hereinafter « the Association »), is established a non-profit Association, in accordance with these statutes and the articles 60 and following of the Swiss Civil Code.

Art. 1.2 Duration

The Association's duration is indefinite.

Art. 1.3 Registered office

The Association's address is Postgasse 15-21, 3011 Bern.

Art. 1.4 Commercial register

The Association is registered to the commercial register of the Bern Canton.

Art. 1.5 Aim

1. The Association's aims are:
 - a. to consider all players of the e-sports scene in Switzerland regardless of their linguistic region;
 - b. to professionalise e-sports in Switzerland;
 - c. to promote e-sports and Gaming and make them known by the Swiss population;
 - d. to safeguard the interests of all its members;
 - e. to help the teamwork between existing events and the promotion of new e-sports events and of the Gaming field;
 - f. to organise e-sports events (ex. championships, cups, qualifications) or to support other organisations that organise them;
 - g. to adapt or define, and reinforce the rules and regulations for e-sports;
 - h. to ensure the e-sports recognition as sports;
2. The Association does not have an economic object. It is not linked to a political movement, or a religion.

II. Members

Art. 2.1 Type of Members

1. The members of the Association are distinguished in two categories:
 - a. the Ordinary members (hereinafter Ordinary member);
 - b. the Community members (hereinafter Community member) ;

- c. the Honorary members (hereinafter Honorary member).

Ordinary members

Art. 2.2 Necessary conditions to the « Ordinary member » membership

1. Any legal entity participating in events or organising events related to e-sports or Gaming
2. Its head office is in Switzerland.
3. It has more than 6 months of legal existence.
4. Membership requires the election by the General Meeting.

Art. 2.3 Balance of votes

Each Ordinary member has one vote.

Art. 2.4 Rights and obligations of an « Ordinary member »

1. Ordinary members must pay their subscription in compliance with the Art. 3.16
2. Ordinary members can:
 - a. participate, vote and make amendments in General Meetings;
 - b. add points to the agenda, as well as suggest motions.

Art. 2.5 Resignation of an « Ordinary member »

Each member can withdraw from the Association for the following calendar year by notice equal to one month addressed to the Committee by registered mail.

Art. 2.6 « Ordinary member »'s membership loss

1. Any « Ordinary member » which no longer meets the criteria for the acquisition set by the art 2.2 or having violated its duties loses its membership with immediate effect.
2. Membership can be submitted again at any time.

Art. 2.7 Exclusion of an « Ordinary member »

1. Any member, excepted for Committee member, can be excluded by decision of the Committee if:
 - a. they act against the aims, the image or the interests of the Association;
 - b. they break these statutes and/or the diverse rules of the Association;
 - c. they do not respect the decisions of the General Meeting or the Committee.
2. The member has the right to be heard beforehand by the Committee on the motives of their exclusion.
3. Any decision of exclusion is motivated and addressed through registered mail by the Committee to the involved member.

4. The exclusion comes into force the day of the Committee's decision.
5. The excluded member can resort to, in writing, to the Supervisory Body against this exclusion within 30 days after the notification of the Committee's decision. This adds automatically a point to the agenda of the next General Meeting.
6. The recourse doesn't have a suspensive effect on the Committee's decision.

Art. 2.8 Impact of the resignation, the exclusion or the loss of the « Ordinary member » membership

If a subscription was set for the running year, it is still due.

Community members

Art. 2.9 Necessary conditions for the acquisition of the Community member membership

Community members are natural persons that are actively engaging in e-sports or in the Gaming community but that do not qualify to be an Ordinary member.

Art. 2.10 Rights of a Community members

1. Community members:
 - a. can participate in General Meetings, as well as in the discussions about the points in the agenda;
 - b. represent one vote altogether, this vote is determined by the majority of the community members present during the General Meeting;
 - c. can suggest amendments to the agenda of the General Meeting.

Art. 2.11 Exclusion of a « Community member »

1. Any Community member may be expelled by decision of the Committee if:
 - a. they act against the aims, the image or the interests of the Association;
 - b. they break these statutes or the diverse regulations of the Association;
 - c. they do not respect the decisions of the General Meeting or the Committee.
2. Community member doesn't have any right of appeal

Honorary members

Art. 2.12 Necessary conditions for the acquisition of the « Honorary member » membership

Honorary members of the SESF are natural persons that were accepted by the General Meeting, due to an outstanding contribution to e-sports, Gaming in Switzerland or to the Association.

Art. 2.13 Rights of an Honorary member

Honorary member can participate in the General Meetings as well as in the discussions about points on the agenda;

Art. 2.14 Exclusion of an Honorary member

Honorary members are named for life and can only be excluded by a majority of 2/3 of the members voting.

III. Bodies

Art. 3.1 Bodies

1. The Association's bodies are:
 - a. the General Meeting,
 - b. the Committee,
 - c. the Accounts Supervisory Body,
 - d. the Supervisory Body.

General Meeting

Art. 3.2 Configuration and representation of the General Meeting

1. The General Meeting is the supreme organ of the Association. It gathers all the Association's members and organs' members; it is not public.
2. The Committee can invite other persons to attend the General Meeting.

Art. 3.3 Authorities of the General Meeting

1. The General Meeting has the authority on the following points:
 - a. election and dismissal of the Committee members;
 - b. election and dismissal of the Accounts Supervisory Body;
 - c. election and dismissal of the Supervisory Body;
 - d. election of the scrutineers;
 - e. approval of the business reviews of the Committee;
 - f. approval of the assessment and of the annual accounts of the Association, accompanied by the notice of the Accounts Supervisory Body;
 - g. decisions related to subscriptions according to Art. 3.16;
 - h. adoption and modification of the statutes in compliance with the majority provided for Art. 3.7;

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- i. dissolution of the Association in compliance with the quorum and majority provided for in Art. 5.1;
2. The General Meeting adjudicates, as well, on the other points first covered in the agenda.
3. While electing the organs the General Meeting pay attention to gender equality and national representation equality.

Art. 3.4 Convocation and meeting of the General Meeting

1. The Ordinary General Meeting meets at least once a year, including one in the 4 months that follow the financial year closure.
2. An Extraordinary General Meeting is convoked every time that the Committee deems it necessary, as well as when 20% of the « Ordinary members » request it in writing and signed to the Committee.
3. The Ordinary General Meetings are convoked by the Committee, by electronic sending to the members, at least 30 days before the date of the General Meeting.
4. The Extraordinary General Meetings are convoked by the Committee, the convocation is done by electronic sending, at least 15 days before the date of the Extraordinary General Meeting.
5. The sending includes the agenda, the location, the date and the time of the General Meeting as well as the venue and the date from which the explanatory documents will be available for reading.
6. The budget, the annual accountings, the proposed amendment to change the statutes and the motions must necessarily be available to the members 8 days before an Ordinary General Meeting, respectively 5 days before an Extraordinary General Meeting.

Art. 3.5 General Meeting's agenda

1. The agenda of the General Meetings is determined by the Committee. It is conveyed to the members according to the Art. 3.4. It always includes at least a point of the Accounts Supervisory Body and of the Supervisory Body.
2. The Extraordinary General Meetings adjudicates solely on the points stated by the body or the Ordinary members that asked for its convocation.
3. Ordinary members, Community members as well as the Committee can make a request to add points to the agenda of the Ordinary General Meeting through a motion. The requests must be submitted in writing to the Committee at least 15 days before the date of the Ordinary General Meeting.

Art. 3.6 General Meeting's conduct

1. No decision can be made beside the points stated in the agenda. The agenda cannot be modified after the period stated in Art. 3.4 paragraph 6. The decisions made, as well as the elections done in the General Meeting enter into force from the closure of the meeting.
2. The General Meeting is conducted by an Association Committee member.
3. Minutes is made of each General Meeting, in which the decisions are recorded. The minutes must be signed by its writer, as well as by an Association's Committee member. It is made

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available to the members within 30 days after the General Meeting. The members that were in attendance at the General Meeting can, within 20 days from the day of its publishing, make comments to the Committee.

4. The Committee can proceed with an audio and video recording of the General Meeting.

Art. 3.7 Rights, majorities and quorum

1. The persons reunited in the General Meeting have the rights stated in Art. 2.4, Art. 2.10, Art. 2.13 and Art. 3.10.
2. The elections are made according to the relative majority system by counting of votes of the attending voting members.
3. A secret ballot can be held, if at least 20% of the attending voting members ask for one.
4. In the event of a secret ballot, the General Meeting appoints three members, non-Committee members, are responsible to count the vote of the ballot. The invalid ballots are not considered.
5. Decisions in the General Meeting are made according to the relative majority of the attending voting members except for decisions concerning the Association's dissolution (Art. 5.1), as well as the dismissal of a Committee member (Art. 3.9). It needs the majority of two thirds of the attending voting members.
6. If a second round is organised and result in a tie, the point is denied.

Committee

Art. 3.8 Configuration and organisation of the Committee

1. The Committee is the management body of the Association. It consists of 7 members and organises itself on its own.
2. The Committee includes 3 to 7 members.
3. One of the members holds the Presidency.
4. The Committee members, whose position does not have any application, remain, in principle, in office until the position is filled.
5. If a position of the Committee becomes vacant during the current fiscal year, the Chairperson, with the agreement of the Committee, is authorised to appoint new members respecting art. 3.8.2 and Art. 3.8.3, that will fill the position in question as an interim until the next General Meeting.
6. While electing a new member the Committee pay attention to gender equality and national representation equality.

Art. 3.9 Election/dismissal of the Committee

1. Any member can submit its application for the Committee.
2. The member must send its application by electronic sending to the Committee at least 15 days before the date of the General Meeting.

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3. In the event where the number of applications to the Committee would be lesser than 7, the candidature period is reduced to 5 days.
4. The Committee publishes as fast as it can the applications.
5. The Committee members is elected by the General Meeting for one mandate of a year until the next Ordinary General Meeting. They can be re-elected.
6. For the positions provided in Art. 3.8 paragraph 2 that have received only one application, the election is tacit.
7. As part of the non-tacit elections, the votes are done according to the relative majority of the attending Ordinary members system is used.
8. The General Meeting can proceed to the dismissal of a Committee member, according to the majority provided in Art. 3.7 paragraph 6, as long as the point is included in the agenda.
9. In the event of one or more dismissals decided by the General Meeting, they take effect immediately. The position in question becomes available. An election can therefore take place immediately in the same General Meeting. The periods laid down in paragraphs 1, 2, 3 and 5 of the same article are no longer applicable. The mandate of one or more of the Committee members that were just elected runs until the next General Meeting.

Art. 3.10 Rights and obligations of the Committee members

1. The Committee members can:
 - a. participate and make amendments in General Meetings;
 - b. bind upon the Association according to the provisions laid in Art. 3.11.
2. The Committee members must:
 - a. observe the internal regulations;
 - b. be present or excused in General Meetings;
 - c. observe and apply the decisions made in General Meetings;
 - d. to attend to the Committee meetings;
 - e. to defend the interests and the image of the Association, such as observing the inherent condition to its activities;
 - f. to perform the entirety of the operational tasks;
 - g. to exercise due diligence as part of their activities.

Art. 3.11 Authorities of the Committee

1. The authorities of the Committee are the following:
 - a. to manage the current affairs and the administration of the Association, in accordance with its aims and decisions in the General Meeting;
 - b. to solicit sponsors and negotiate contracts to guarantee the Association's financing;
 - c. to edict internal regulations and ensure their application;
 - d. to represent the Association and its members;

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- e. to convoke and prepare the General Meetings;
 - f. to decide on the implementation of an electronic vote system for General Meetings;
 - g. to keep the accounting and the accounting documents of the Association up to date
 - h. to handle the Association's funds;
 - i. to establish the budget and the annual management report and to present these documents in the General Meeting;
 - j. to present the assessment and the annual accountings, as well as the notice of the Accounts Supervisory Body, in the General Meeting;
 - k. to make decisions about the exclusion of an Association member
2. The Association can be validly bound only by the collective signature of two Committee members.
 3. The Committee must keep supporting documents and to ensure that the expenses appear in the assessment and in the annual accountings.
 4. The execution of these tasks can be delegated.

Art. 3.12 Meetings of the Committee

1. The Committee meets as often as necessary by convocation of its Chairperson or by the demand the majority of its members.
2. The decisions of the Committee are made by simple majority of the members in attendance. In the event of a tie in the vote, the Chairperson's vote prevails, if they are absent, in case of a tie, the vote is null. They are recorded in minutes.

Art. 3.13 Resignation of a Committee member

1. Each Committee member has the right to withdraw from it by giving a notice of 30 days addressed by email to the Committee.
2. If the resignation of a member causes a configuration of the Committee that would be lesser than 3 persons, an Extraordinary General Meeting is convoked according to the standard procedure.
3. Discretion on the immediate resignation for reasonable grounds, such as for health issues or for any reason deemed acceptable by the Committee.

Art. 3.14 Impact of the resignation or the dismissal of a Committee member

The resigning or dismissed Committee members can remain member of the Association.

The Accounts Supervisory Body

Art. 3.15 Configuration and function

1. The Accounts Supervisory Body is named by the General Meeting for a year. It can be re-elected. It consists of three Association members, that are not Committee members. A substitute can also be named to remedy to unforeseen circumstances;
2. The Accounts Supervisory Body verifies, at the end of each fiscal year, the assessment and accounts based on the accounting and the accounting documents supplied by the Committee. It expresses a notice for the General Meeting.
3. The Accounts Supervisory Body can ask the Committee for any supporting document. If it considers it necessary, it may request the convocation of an Extraordinary General Meeting with, in the agenda, only a financial point.

Art. 3.16 Subscriptions

1. The amount of the subscriptions is set by the General Meeting, on a proposal of the Committee.
2. It is the Committee's authority, after agreement of the General Meeting, to proceed to the necessary actions for the establishment or a change of the subscriptions.

Art. 3.17 Financial responsibility

1. The members' personal responsibility is limited to the semi-annual membership payment, the Association meets its commitments solely on its assets.
2. The members, bodies that would engage the Association beyond their statutory and regulatory rights or beyond the means of the Association, respond personally.
3. The members, bodies don't have any rights on the assets of the Association, that is its exclusive property.

Art. 3.18 Accounting

1. The accounting of the Association is kept up to date by its Committee. The accounting documents and other documentary proofs are kept.
2. The financial year runs from the 1st of January to the 31st of December.

The Supervisory Body

Art. 3.19 Purpose and function of the Supervisory Body

1. The Supervisory Body is a body is solely for consultation that ensures that the SESF's decisions and activities conform with the statutes and rules of the Association.
2. It has no decision-making authority.

Art. 3.20 Configuration of the Supervisory Body

1. The Supervisory Body consists of three to five persons, elected by the General Meeting for a mandate of one year or until the next Ordinary General Meeting. They may be re-elected.
2. The application for the Supervisory Body can happen until the beginning of its election process.
3. One of the members shall hold the Presidency, they shall be elected in the first Supervisory Body meeting.
4. Its members can be external to the Association.

Art. 3.21 Authorities of the Supervisory Body

1. The Supervisory Body acts solely on the demand of any Association's body, excepted for itself, as well as at least 3 members. It deals with the points raised by the persons having commissioned it.
2. In the General Meeting, it can seize on any potentially contentious question. It can make amendments.
3. The Supervisory Body can ask the Committee, as well as the Association's different Association's bodies for any supporting document. It can, if necessary, attend the meetings of the Association's bodies respecting Art. 3.21 paragraph 1.
4. The Committee members cannot be a member of this body. Any election to the Committee, even ad-interim, makes the member lose its function in the Supervisory Body with immediate effects.

Art. 3.22 Meeting and convocation of the Supervisory Body

1. The Supervisory Body meets in camera as often as necessary on the invitation of its Chairperson. It can be done observing Art. 3.21 paragraph 1 and Art. 3.22 paragraph 2.
2. The Supervisory Body meets at least once before each General Meeting to prepare for it, based on the documents given by the Committee.

IV. Association's liability

Art. 4.1 Liability insurance

The Association secures a liability insurance that covers personal injuries caused to third parties as part of its activities.

Art. 4.2 Legal protection

The Association can secure a legal protection that covers the risks associated with its activities.

V. Dissolution and liquidation

Art. 5.1 Dissolution

1. Subjected to a court decision, the Association's dissolution can be decided in an Extraordinary General Meeting, convoked 30 days in advance, by the majority of two thirds of the votes, as long as more than half of the « Ordinary members » are present.

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2. If this quorum cannot be reached, a second Extraordinary General Meeting will decide of the dissolution by the majority of two thirds of the « Ordinary members » in attendance regardless of their number.

Art. 5.2 Liquidation

1. The mandate of liquidation is assigned to the Committee in function.
2. In the event of the Association's dissolution, the assets available will be attributed entirely to an institution pursuing public interest goals similar to the Association's and benefiting from the income tax exemption. By no means can the properties be returned to the members or be used at all and in any way for their profit and. All the services or the sums already gotten for not yet supplied by the SESF shall be first reimbursed.

VI. Final provisions

Art. 6.1 Entry into force

These statutes come into effect the 26th of May 2019, the day of their adoption by the General Meeting.

Art. 6.2 Posting and communication

These statutes are available in the Association's premises and on the Association's website. They are conveyed to the Commercial register of the Bern Canton.

Chairperson

Romain Bodinier

Vice-chairperson

Gabriel Ratano