

# Constitution of the *Eckankar Society of Switzerland & Liechtenstein*

A Nonprofit Religious Association



**General Revision of February 23, 2019**

Amended on February 22, 2020

## **PREAMBLE**

Eckankar is known as the Path of Spiritual Freedom. The common thread running through all religions, otherwise known as the Holy Spirit, is known in Eckankar as the ECK, the Light and Sound of God.

The purpose of Eckankar is to help an individual find the way home to God, and to help people apply uplifting, spiritual principles in their everyday lives. Eckankar shares these principles with all in a respectful, non-intrusive way for the benefit of individuals, their families, and their communities irrespective of class or creed.

The parent church is *ECKANKAR*, a nonprofit religious organization and church with its principal church office located in Chanhassen, Minnesota, USA. Regional church bodies of the Eckankar religion are lawfully recognized in Australia, Austria, Belgium, Benin, Canada, Ecuador, France, Germany, Ghana, Hungary, Mexico, the Netherlands, New Zealand, Nigeria, Norway, the Philippines, Poland, South Africa, Togo, the United Kingdom, and the USA, among many other countries, with adherents of the religious teachings of Eckankar living in over one-hundred countries, including Switzerland and Liechtenstein.

The *Eckankar Society of Switzerland & Liechtenstein* is hereby established as an organization or association for the specific and primary purpose to serve as a nonprofit religious and charitable body through which and by which the Eckankar teachings may be given in Switzerland and Liechtenstein for the spiritual benefit of its members and all others who seek spiritual upliftment.

Therefore, the following Constitution is adopted.

(Note: In these Articles, any male designation or “he” is generally meant to cover also the female or “she”, both genders, men as well as women.)

## **ARTICLE 1 – Name, Affairs and Conduct**

These are the statutes and articles of the association with the name *Eckankar Society of Switzerland & Liechtenstein*. References to the *Association* herein without further description mean the *Eckankar Society of Switzerland & Liechtenstein*.

The affairs and conduct of this Association are governed and carried out according to the provisions of Sections 60 through 79 of the Swiss Civil Code, of the Association’s charter, and its Articles and Constitution.

References to *ECKANKAR* herein without further description mean *ECKANKAR*, a nonprofit religious organization whose principal office is in Chanhassen, Minnesota, USA.

## **ARTICLE 2 – Purposes and Powers**

The purposes of this Association are as follows:

- a) To operate exclusively for spiritual purposes, by way of providing spiritual reading material and lectures; to provide reading rooms and places of worship; to buy, sell, hold, build, and lease buildings and to furnish the same, but only in order to realize its religious purposes; to provide a field organization of teachers to assist in disseminating information for the unfoldment of soul and spiritual growth based on the teachings of Eckankar; to contemplate the teachings and writings of Eckankar; to receive contributions, which shall serve to carry out the aforesaid purposes; and to enable and encourage members and non-members to contribute actively to the benefit of their communities through high ethical, morally and spiritually responsible conduct, and service in the community.
- b) To do and engage in all lawful activities, which are in furtherance of one or more of the general purposes of the Association.
- c) To have and exercise the general powers specified in the Swiss Law on Associations (Sections 60 to 79 of the Swiss Civil Code).

Notwithstanding any of the above statements of purposes and powers, this Association shall not engage in activities that in themselves are not in furtherance of the purposes set forth in paragraph a) of this Article 2, and nothing contained in the foregoing statement of purposes shall be construed to authorize this Association to carry out any activity for the financial benefit of its members, or to distribute any gain or profits to any of its members.

## **ARTICLE 3 – Restrictions of Operations**

This Association has the following restrictions:

- a) No substantial part of the activities of the Association shall consist of attempting to influence legislation by propaganda or otherwise, or directly or indirectly participating in, or intervening in any political campaign on behalf of or in opposition to any candidate for public office, including the publication and distribution of any corresponding statements.
- b) The Association is organized to serve public interests as set forth in Article 2. Accordingly, it shall not be operated for the benefit of private interests, such as contributions to any association or persons controlled directly or indirectly by such private interests.

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- c) The Association should not enter into transactions involving conflicts of interest nor unreasonably accumulate contributions or assets nor carry on a trade or business not directly related to Eckankar.
- d) This Association is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains or profits to its members. It is organized solely for non-profit purposes. The property, assets, profits, and net income of this Association are irrevocably dedicated to spiritual purposes and no part of the profits or net income of this Association shall ever be used for the benefit of any member or individual.
- e) No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the Association or substantial contributor to it, except as a reasonable allowance for services actually rendered to or for the Association with approval of a majority vote of the Board.
- f) Upon dissolution of the Association under Article 14, its remaining assets, if any after paying or making provision for payment of all the liabilities of the Association, shall be distributed to another Swiss organization representing the teachings of Eckankar as confirmed by the parent church, and if there is no other such organization, to ECKANKAR if then in existence as a tax-exempt organization under the laws of the United States of America. If ECKANKAR or a successor does not exist at the time of the dissolution of the Association, the members, by a two-third vote, may designate the distribution of such remaining assets to a Swiss non-profit organization like the Swiss Red Cross or the House of Religions in Bern.
- g) Transfers of a substantial amount of the assets of the Association may at the discretion of the General Assembly be paid, assigned, or otherwise transferred to ECKANKAR or another legitimate recipient as long as the financial stability and solvency of the Association *Eckankar Society of Switzerland & Liechtenstein* are guaranteed.
- h) Any rights given by this Constitution to ECKANKAR or exercised pursuant to the Constitution by any officer, trustee, employee, or member of the parent church are strictly for ecclesiastical purposes. Though ecclesiastically connected with ECKANKAR, the Association *Eckankar Society of Switzerland & Liechtenstein* is a separate legal entity solely responsible for its own debts, assets, and obligations, and no other entity or person has an ownership interest, directly or indirectly, in the Association or in any of its financial accounts.

## **ARTICLE 4 – Offices**

The principal office of the Association is in Zürich (Eckankar Center).

## **ARTICLE 5 – Membership and General Assembly**

a) The following requirements apply to all members of the Association *Eckankar Society of Switzerland & Liechtenstein*:

1. Each member must be a current member of ECKANKAR and accept the teachings of Eckankar.
2. To become a member of the Association, one must apply for such membership, pay the annual dues, and reside in Switzerland or Liechtenstein.

b) All members are liable only for their annual dues payable to the Association. The contribution to the Association will be determined at the Annual Meeting of the Members.

The first annual dues shall be submitted with the application for membership. Future annual dues are due and payable at the beginning of the calendar year.

c) A membership listing is kept by the Association, containing the name and address of each member.

d) The membership of any member in the Association shall automatically terminate:

- Upon his written request for such termination.
- 60 days after the due date of dues remaining unpaid (without further notice).
- Upon his suspension or expulsion from membership in the Association.
- Upon termination of the membership in ECKANKAR.

All rights of a member in the Association cease upon termination of his membership.

e) This Association holds an Annual Meeting of Members (the General Assembly) no later than April 30. This meeting is held at a time and place determined by the Board of Trustees. The Association's members may have further meetings as designated by the Board of Trustees from time to time. Each member is entitled to one vote. Minutes of all Meetings of the Members shall be filed in the records of the Association and copies thereof shall be sent to ECKANKAR within two weeks of being finalized.

f) Membership in the Association is non-transferrable and non-assignable.

## **ARTICLE 6 – Board of Trustees**

- a) The Board of Trustees of the Association is composed of at least three and no more than nine members. The exact number shall be set from time to time by resolution duly adopted by the Board in accordance herewith. They are nominated by the Swiss RESA (Regional ECK Spiritual Aide – see below) and will be elected by a majority vote of the members at the General Assembly of the Association. Each member present may cast one vote for every seat on the Board of Trustees. The elected Trustees shall, in turn, elect a Chairman/President to conduct their meetings. All Trustees must be members of the Association *Eckankar Society of Switzerland & Liechtenstein* and have an active membership in ECKANKAR or its successor. A Trustee, who ceases to be a member of the Association or ECKANKAR, shall as such automatically be removed from his position on the Board.

The Swiss RESA is the clergy representative for the teachings of Eckankar in Switzerland, appointed via ECKANKAR, to ensure that the message of ECK is presented in accordance with church doctrine. The RESA shall be a High Initiate in good standing in the religion of Eckankar, as confirmed by ECKANKAR. The RESA is a spiritual position and predates the Association and its Constitution, and the RESA position survives dissolution of the Association.

- b) Besides a Chairman/President, the Trustees also elect a Secretary and a Treasurer, plus one or more Vice-Chairmen/Vice-Presidents as needed.
1. The President monitors, manages, and controls the dealings and activities of the Association, subject to the supervision by the Board. He collects current issues of the Association to be discussed and settled, and he puts them on meeting agendas. He presides at all meetings of the Association and the Board, sends out meeting invitations, and, as required, assumes further competences and obligations as may be defined by the Board. Furthermore, he prepares the total budget of the Association. His term of office is from the date of one Annual General Assembly of the Association to the date of the next General Assembly.
  2. In case of absence or disability of the Chairman/President, a Vice-President shall perform all of the duties of the Chairman/President and in so acting has all the powers of the Chairman/President. And the Board of Trustees may assign other powers and duties to a Vice-President from time to time.
  3. The Secretary takes the minutes of all assemblies and meetings. As necessary, he produces reports and assumes further obligations pertaining to his function or as requested by the Board.

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4. The Financial Officer administers the finances of the Association and is responsible for bookkeeping. Checks issued by the Association must be signed by Board Members or other representatives as authorized by the Board. Furthermore, the Financial Officer prepares tax declarations and pays taxes, if any. He may also assume further obligations as assigned to him by the Board. He prepares the financial statements required by ECKANKAR and forwards them to the RESA.
  5. A Board Member cannot be President and Secretary at the same time.
- c) The presence of a majority of the members of the Board of Trustees shall constitute a quorum for the transaction of business.
  - d) Subject to the limitations contained in these Articles or the decisions of the General Assembly, the Board of Trustees has the authority to run, control, or manage all aspects and affairs of the Association, consistent with the Association's purposes and the religious doctrines of Eckankar and ECKANKAR's ecclesiastical guidelines. Without limiting its general powers, the Board shall have the following, specific powers:
    1. To accept and to expel members.
    2. To elect and remove all other officers, agents, and employees, to prescribe their powers and duties in accordance with Association Law, this Constitution and these Articles, to fix their compensation, and to require assurances from them for their faithful service.
    3. To conduct, manage, and control the business and the affairs of the Association, and to establish rules and guidelines consistent with Association Law, this Constitution and these Articles.
    4. To borrow money and incur indebtedness on behalf of the Association and in connection therewith to authorize promissory notes, bonds, and debentures in the name of the Association, to take out mortgages, and to issue evidences of indebtedness and issue securities.
  - e) The term of office of each Trustee of this Association shall be from the time of election until the next Annual Meeting of the Members or until death, removal, resignation or election of a successor Trustee, whichever occurs sooner. A Trustee may be reelected.
  - f) Vacancies on the Board can come about in the case of death, resignation, or removal of Trustees, or if the Board increases the number of required Trustees but fails to elect the additional Trustees, or if the General Assembly fails to elect the full number of Trustees at the Annual Meeting of the Members.

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Vacancies on the Board of Trustees shall be filled by a majority vote of the remaining Trustees then in office. Such an election is valid even if only one Trustee remains. A successor trustee so elected serves for the term of office defined in Section e of this Article.

- g) A reduction of the authorized number of Trustees does not remove any Trustee from office prior to the expiration of the term of office.
- h) The Board of Trustees may designate any place for a regular or special meeting. If no place is designated, the meeting shall be at the principal office of the Association. In case all members of the Board happen to be together at any time and place, they may decide to hold a Meeting of the Board. Such meeting is valid without a formal notice, and at such a meeting any action on behalf of the Association may be taken like at a formally called meeting.
- i) Immediately following each Annual Meeting of the Members (General Assembly) of the Association, the Board of Trustees holds a regular meeting for the purposes of organization, election of officers, and the transaction of business. No formal notice is required for this meeting.
- j) Other regular Meetings of the Board shall be held at the time and place designated by the Chairman/President. Notice of these meetings shall be given as provided below. Special Meetings of the Board may be called by the Chairman/President, or – if he is absent or unable, or refuses to act – by a Vice-President or by a majority of the Trustees upon seven days notice as defined below.
- k) All transactions and decisions possible at a formally called Meeting of the Board are also possible without formal notice, if half of the members of the Board are present, and if either before or after the meeting each of the members of the Board not present in person provides a waiver according to Article 12 of this Constitution. All such waivers must be filed in the Association's records or made part of the minutes of the meeting.

Any action or decision, which may lawfully be taken at a Meeting of the Board, may also be taken through written consent by all of the members of the Board. The Secretary archives all such writings of consent. Such action or decision by written consent has the same force and effect as a vote at a Meeting the Board.

## **ARTICLE 7 – Officers**

- a) The officers of the Association are the Chairman/President, one or more Vice-Chairman/Vice-President, a Secretary, and a Treasurer, and such other officers and assistant officers as the Board of Trustees designates from time to time.

Officers and assistant officers as needed are elected annually by a majority vote of the Board of Trustees. The term of office of an officer lasts until a successor is elected and qualified, or until his death, his resignation, or his removal from office as defined below. The same person may occupy two or more offices at the same time, as long as the Board deems this necessary. An exception to this is in Article 6 b) 5.

- b) Any officer may be removed, with or without cause, by a vote of a two-third majority of the Board of Trustees at any Meeting of the Board.
- c) A vacancy in any office because of death, resignation, removal, disqualification, or for any other cause, may be filled by the Board for the remaining portion of the term.

### **ARTICLE 8 – Committees**

The Chairman/President of the Association may appoint committees and delegate to them functions and duties as he or the Board of Trustees may deem desirable. The Trustee in charge of each committee shall be designated the Leading Member of that committee. The other members of a committee may not be members of the Board of Trustees but must be members of the Association.

### **ARTICLE 9 – Contracts, bank accounts, etc.**

- a) The Board of Trustees may authorize one or more officers or agents to enter into contracts or execute and deliver instruments in the name or on behalf of the Association. This may include the authority to bind the Association by a contract or engagement or to pledge its credit or to render it financially liable for a given purpose or amount.
- b) No loan shall be contracted on behalf of the Association unless authorized by the Board of Trustees. When so authorized by the Board, any officer or agent of the Association may undertake loans and advances from any bank or institution, from any firm, corporation, or individual, and in connection therewith may make, execute, and deliver promissory notes as evidences of indebtedness of the Association, and when authorized, as security for the payment of any or all loans, advances, indebtedness, or liabilities of the Association, may pledge, hypothecate, or assign any or all assets and property of the Association.
- c) All funds of the Association shall be deposited from time to time to the credit of the Association with such banks or other depositories selected by the Board or by officers or agents of the Association as delegated by the Board.

- d) The Board from time to time may authorize the opening and keeping of general and special bank accounts with such banks or other depositories as the Board of Trustees may select and may establish guidelines with respect thereto, according to these Articles, as they may deem expedient.

#### **ARTICLE 10 – Fiscal Matters**

- a) The fiscal year of the Association shall end December 31<sup>st</sup> of each year, unless changed by a resolution of the Board of Trustees.
- b) The Board of Trustees shall accept gifts, bequests, and grants of property and money to the Association upon such terms and conditions as the Board deems appropriate.

#### **ARTICLE 11 – Books and Records**

The Association keeps correct and complete books and records of accounts, minutes of the proceedings of its General Assemblies and its Board of Trustees, and maintains a record of the names and addresses of its members. All books and records of the Association may be inspected by any Trustee, or his agent or attorney, for any proper purpose at any reasonable time. Members may inspect a part or all of the books and records only upon a resolution of approval by the Board. The President of ECKANKAR or an individual designated by him or by the Board of Trustees of ECKANKAR also has the right to inspect the records of the Association *Eckankar Society of Switzerland & Liechtenstein* at any reasonable time.

#### **ARTICLE 12 – Notices**

Whenever any notice is required to be given to members or Trustees according to Association Law or these Articles, whether of a meeting or for some other purpose, it may be given personally or sent by mail or another form of communication, charges prepaid, to the address in the Association's records, and if not on record or readily ascertainable to the principal office of the Association. In case such notice is mailed, it is deemed given at the time when it is deposited in the regular mail of the nation involved.

A notice is not required in case a person entitled to it provides a written, signed waiver thereof, whether given before or after the meeting or the required time for such notice. Such waivers are deemed equivalent to such notice. All such waivers must be filed in the records of the Association.

### **ARTICLE 13 – Amendments**

This Constitution and its Articles may be altered, amended, or repealed and new provisions adopted by a two-thirds vote of the members present at any regular or special meeting and after prior notice in writing to ECKANKAR. Before such a vote may be taken, notice of the proposed amendment must be sent in writing to each member at least 14 days prior to the vote and to ECKANKAR at least 30 days prior to the vote. The notice must contain the wording of the proposed amendment and the date, time, and place at which the vote on the amendment shall be taken.

### **ARTICLE 14 – Dissolution**

The members of the Association may discontinue and dissolve the Association by a two-thirds vote of the members present at any regular or special meeting, after prior notice in writing to ECKANKAR. Before such a vote may be taken, notice of the proposed dissolution must be sent in writing to each member at least 14 days prior to the vote and to ECKANKAR at least 30 days prior to the vote. The notice must contain the date, time, and place at which the vote on the dissolution shall be taken.

If ECKANKAR revokes the Association's right to use the name "Eckankar" due to serious or repeated actions inconsistent with the Association's purposes or the religious doctrines of Eckankar as determined by ECKANKAR in good faith, the Association *Eckankar Society of Switzerland & Liechtenstein* shall dissolve.

### **ARTICLE 15 – Enter into Force**

This new Constitution and its Articles of Association enter into force at the day of their adoption by the General Assembly on February 23, 2019. They replace the Constitution and Articles of Association adopted by the Foundation Assembly on May 27, 1978.