# Minutes of the Foundation of the Association "Society for Artistic Research"

as of 3<sup>rd</sup> March 2010, 2 p.m. in Berne.

# Agenda

- 1. Opening and Verification of the Quorum
- 2. Adoption of the Agenda
- 3. Election of the Chairman
- 4. Election of the Keeper of the Minutes
- 5. Reason for the Incorporation of "Society for Artistic Research"
- 6. Adoption of the Articles of Association of "Society for Artistic Research"
- 7. Election of the Executive Board
- 8. Waiver of the Auditors
- 9. Miscellaneous

## 1. Opening and Verification of the Quorum

Florian Dombois declares the meeting open and welcomes the following people to participate in the act of incorporation of "Society for Artistic Research", an association pursuant to the provisions of Articles 60 et seq. of the Swiss Civil Code:

- as founding members;
- Michael Schwab as founding member and keeper of the minutes.

In light of the aforesaid, the number of people and quorum to incorporate an association pursuant to Articles 60 et seq. of the Swiss Civil Code is met.

# 2. Adoption of the Agenda

On proposition of Florian Dombois, the first Society Members' Meeting unanimously adopts the agenda.

# 3. Election of the Chairman

Florian Dombois is willing to act as chairman of the first Society Members' Meeting. The first Society Members' Meeting unanimously elects Florian Dombois as chairman of the first Society Members' Meeting.

## 4. Election of the Keeper of the Minutes

The first Society Members' Meeting unanimously elects Michael Schwab as keeper of the minutes.

### 5. Reason for the Incorporation of "Society for Artistic Research"

A Journal for Artistic Research shall be published. For this purpose, an association pursuant to the provisions of Articles 60 et seq. of the Swiss Civil Code is the ideal legal structure. The first Society Members' Meeting unanimously agrees thereto.

## 6. Adoption of the Articles of Association of "Society for Artistic Research"

Florian Dombois outlines the draft Articles of Association and explains its articles. No amendments are asked for by the members of the first Society Members' Meeting.

The first Society Members' Meeting unanimously adopts the Articles of Association (cf. Annex to the minutes).

## 7. Election of the Executive Board, its President and the two Vice-Presidents

The first Society Members' Meeting unanimously elects the following members on the Executive Board for a term of one year (until the next ordinary Society Members' Meeting in the year 2011):

- Florian Dombois, as President;
- Anna Lindal, as Vice-President;
- Darla Crispin, as Vice-President;
- Jan Kaila, George Petelin, Stephen Scrivener and Sofie van Loo, each of them as a member of the Executive Board.

Each member of the Executive Board shall have joint signature by two.

#### 8. Waiver of the Auditors

Mandatory Swiss Law doesn't require the Society's accounting to be either regularly audited or limitedly audited. The first Society Members' Meeting unanimously waives the Society's accounting to be limitedly audited (Art. 727c and Art. 729 et seq. of the Swiss Code of Obligations) on a voluntary basis subject to Article 26 of the Articles of Association.

#### 9. Miscellaneous

No further requests to speak.

End of meeting: 3.10 p.m.

Berne, 3<sup>rd</sup> March 2010

The chairman:

The keeper of the minutes

Florian Dombois

Michael Schwab

**Annex:** Articles of Association of ""Society for Artistic Research" as of 3<sup>rd</sup> March 2010