

# **RAGA 2019/20**

Regional Annual General Assembly  
Basic Guidelines  
Swisscham Beijing

Swiss Chinese Chamber of  
Commerce in Beijing



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## Introduction by the President of SwissCham Beijing

Dear Members,

I am inviting you to participate in the yearly Regional Annual General Assembly of SwissCham Beijing (RAGA). Please find the invitation attached ([Appendix "A"](#)).

More information about the exact date and venue for the respective RAGA can be found in the attached invitation.

The following issues will be addressed at the RAGA:

- report on the activity of SwissCham Beijing in the *past* Chamber year;
- present and approve the tentative program for the *upcoming* Chamber year;
- review and approve the accounts of the *past* Chamber year;
- present and approve the budget for the *upcoming* Chamber year;
- discharge the *current* Regional Board of Directors;
- elect the Board for the *upcoming* Chamber year;
- elect the President of SwissCham Beijing for the *upcoming* Chamber year;
- elect up to three National Board Representatives for the *upcoming* Chamber year among the newly elected Directors of the Board of SwissCham Beijing.

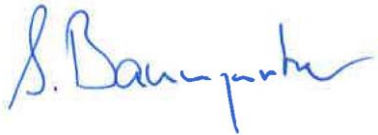
On behalf of the Board, I encourage you to participate at the RAGA. Please fill in and e-mail us the attached **participation form**. If you cannot attend, you are kindly asked to return the attached **proxy form** in order to enable us to reach the quorum ([Appendix "B"](#)). If you want to apply for the BOD elections, please e-mail your resume to us.

Upon arrival, do not forget to validate your votes and get your **vote validation form** at the Voting Bureau Desk ([Appendix "M"](#)). You will also be given **election ballots** for the election of the SwissCham Beijing BOD, the

SWISSCHAM BEIJING RAGA 2019/20

SwissCham Beijing President and the National Representatives ([Appendix "N"](#), [Appendix "O"](#)).

Thank you for supporting SwissCham Beijing, we are looking forward to seeing you at the upcoming RAGA.

A handwritten signature in blue ink, appearing to read 'S. Baumgartner', is positioned above the printed name.

Samuel BAUMGARTNER  
President, SwissCham Beijing

## Agenda<sup>1</sup>

RAGA Registration and RAGA proxies validation at the Voting Bureau All/GM<sup>\*)</sup>

### SwissCham Beijing RAGA

- Closing of the Voting Bureau **(late arrivals will not be considered in the vote count)** GM
- Opening of the RAGA
- Review of quorum, including proxies GM
- Welcome address by the President of SwissCham Beijing P
- Welcome address by a representative of the Embassy of Switzerland in China

### Administrative matters

- Approval of Vote Counting Officer(s) and Minutes Taking Officer P
- Approval of the Agenda P
- Approval of the Minutes of last year's RAGA P

### Reports

- Report of the President P
  - Past year's activity report
  - Upcoming year's tentative program
- Report of the Treasurer T
  - Past year's accounts
  - Upcoming year's budget
- Report of the Auditor A
- Discharge of the current Board of Directors P

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<sup>1</sup> Art. 6(b)(i) Beijing Bylaws.

<sup>\*)</sup> BOD = Board of Directors; P = President; SG = Secretary-General; T = Treasurer; A = Auditor; GM = General Manager.

**Elections**

- |                                |                      |
|--------------------------------|----------------------|
| - BOD candidates presentations | Candidates/P         |
| - Election of the new BOD      | Voting<br>Members/SG |

*BREAK*

- |  |                      |
|--|----------------------|
| - Election of the SwissCham Beijing President for the upcoming year                      | Voting<br>Members/SG |
| - Election of three SwissCham Beijing National BOD Representatives for the upcoming year | Voting<br>Members/SG |

**Closing**

- |  |   |
|--|---|
| - Appreciation of Directors and Management | P |
| - Appreciation of Sponsors                 | P |
| - Forthcoming events                       | P |
| - Miscellaneous                            | P |
| - Closing of the RAGA                      | P |

Any member of the Chamber may submit a written request to the Board for additional item to the agenda provided such request are made at least 48 hours prior to the GA<sup>2</sup>. Please send such request by e-mail to [daniela.reinau@bei.swisscham.org](mailto:daniela.reinau@bei.swisscham.org) with the reference "2020 RAGA: ADDITIONAL AGENDA ITEM".

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<sup>2</sup> National Articles, Art. 6 (C)(3).

## Organization and Rules

**SwissCham China** is the Chamber of Commerce for Switzerland officially registered in China with the Ministry of Civil Affairs under the Provisional Regulations for the Administration of Foreign Chambers of Commerce in China.<sup>3</sup> It is a federative organization. Local offices such as **SwissCham Beijing** are statutory known as **Regional Organizations**. Other Regional Organizations exist in Shanghai, Guangzhou, Shenzhen and in Chongqing (South West China). SwissCham Hong Kong<sup>4</sup> is legally independent but maintains close ties with SwissCham China with which it shares common projects.

SwissCham China has no operational activities and fulfils a representative and coordination role. Regional Organizations are represented by a **Board of Directors** which may delegate the Chamber's management to a General Manager in charge of the **Chamber's office**, as is the case in Beijing and Shanghai. SwissCham Beijing's organization chart is attached ([Appendix "G"](#)).

SwissCham is governed by three sets of **Rules**: two on the national level and one on regional levels. National rules include the **National Articles of Association** and the **National Bylaws**. Regional rules include the Regional Bylaws, in Beijing, the **Beijing Bylaws**. In case of silence of the Regional Rules, the National Rules apply.<sup>5</sup> Finally, the decisions by which the Regional BOD implements the Rules are recorded in Minutes of the BOD Meetings. The National Articles, the National Bylaws and the Beijing Bylaws are attached (Appendices ["D"](#), ["E"](#), ["F"](#)).

In order to sit, SwissCham Beijing's RAGA needs a **quorum of 50%** of SwissCham Beijing's members with voting rights. Members enjoy such rights upon approval of the BOD following the Rules. In any case, a member shall not enjoy voting rights if it has not paid his membership fees.<sup>6</sup>

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<sup>3</sup> Of 14 June 1989.

<sup>4</sup> SCHK retains "**Swiss Chamber of Commerce in Hong Kong**" as its legal name but agreed with SwissCham China to use "SwissCham Hong Kong" as its trade name at SwissCham China National Board Meeting of 17 November 2008.

<sup>5</sup> See National Bylaws Art. 1.

<sup>6</sup> Beijing Bylaws, Art. 6 (c) and (d).

## Regional Board of Directors of SwissCham Beijing

### Introduction

The Regional Board of Directors is in charge of supervising the management and of the representation of SwissCham Beijing.<sup>7</sup> It is composed of five Office Holders and six Directors of the Board and one Honorary Director.

The Office is composed of the President, two Vice-Presidents, the Secretary-General and the Treasurer.

A representative of the Embassy of Switzerland in China<sup>8</sup> serves as Honorary Director of the Board of SwissCham Beijing. The Embassy's representative, who usually is the Head of Economic, Financial and Commercial Section, sits on the BOD.

The Directors of the Board are elected at the RAGA<sup>9</sup> for one year.<sup>10</sup> The President is elected by the RAGA. The other functions are elected within the BOD.<sup>11</sup> Directors of the Board are expected to attend 2/3rd of scheduled Board Meetings. Their attendance has to be announced before the election.<sup>12</sup>

In compliance with the Rules, the BOD made this year repeated **open calls for candidacy to the BOD** to all the members, see [Appendix "C"](#).<sup>13</sup> Interested members are invited to send their resume to the Chamber's office. In order to allow time for copying your resume to the voting members, please submit your **candidacy until May 22, 2020 at the latest.**

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<sup>7</sup> Beijing Bylaws, Art. 7(1). See also National Articles, Art. 6(A).

<sup>8</sup> Beijing Bylaws, Art. 6(2)(a).

<sup>9</sup> National Bylaws, Art. VI(2).

<sup>10</sup> Beijing Bylaws, Art. 7(3)(a).

<sup>11</sup> Beijing Bylaws, Art. 6(2)(e).

<sup>12</sup> Beijing Bylaws, Art. 7(3)(c).

<sup>13</sup> Beijing Bylaws, Art. 7(e).



At the RAGA, candidates will be requested to shortly introduce themselves and explain their motivation to the assembly before the proceeding of the elections.

### **The current Board of Directors**

The composition of the current BOD can be found in the **Organization Chart** ([Appendix "G"](#)).

As noted above, Directors of the Board are expected to attend 2/3rd of scheduled Board Meetings. The Directors may not stand for re-election if they did not attend 2/3rd of the Meetings.<sup>14</sup>

### **Candidature to the Board of Directors for the upcoming Chamber year**

The list of members or representatives of members, who would like to apply for the SwissCham Beijing's Board of Directors, can be found in the **Organization Chart** ([Appendix "G"](#)).

Please note that candidacies remain open until the election of the new BOD by the General Assembly:

You can send your CV and a short motivation letter to our General Manager, Ms. Daniela Reinau, [Daniela.reinau@bei.swisscham.org](mailto:Daniela.reinau@bei.swisscham.org) or call her on the following number: +86 10 8468 3982 ext. 188.

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<sup>14</sup> Except the Honorary Director of the Board.

## Elections

### Board of Directors

BOD members are elected by secret ballot by simple majority of the represented members at the RAGA.<sup>15</sup>

You have to elect **eleven Directors**, provided there are at least eleven candidates. Please use the **Voting Ballot No. 1** ([Appendix "N"](#)).

### President of SwissCham Beijing

Once you will have elected the Directors of the Board, you will have to elect among them the **President of SwissCham Beijing**. The same rules apply.

You will be invited to do so, and at the same time, you will elect the National Representatives. Please use the **Voting Ballot No. 2** ([Appendix "O"](#)).

### National Board Representatives

The Rules request that Regional Organizations such as SwissCham Beijing nominate, among the members of their Regional BOD, candidates for the National Board of Directors, among whom one **Regional President** and additional **National Representatives**.<sup>16</sup> These candidates will then have to be elected by the National Annual General Assembly (NAGA), which specific date and venue are announced in the attached [NAGA invitation](#).

Therefore in principle, you have to elect, among the SwissCham Beijing BOD members whom you just elected, **three National Representatives**.<sup>17</sup> The President of SwissCham Beijing may also be a National Representative and is usually the Regional President. The current National Representatives can be found in the **Organization Chart** ([Appendix "G"](#)).

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<sup>15</sup> Beijing Bylaws, Art. 6 (f).

<sup>16</sup> National Bylaws, Art. VII.

<sup>17</sup> SwissCham Shanghai is also entitled to three National Representatives and SwissCham Guangzhou is entitled to one, National Bylaws, Art. VII B (2). SwissCham Hong Kong is invited at the NBOD Meetings but formally has no seat since it is a legally separate organization.

National Representatives are elected for a maximum of three terms of two years and the Chairman two terms of two years.<sup>18</sup>

Samuel Baumgartner, currently Regional President, has been elected National Representative at the RAGA 2016/17. Should he be reelected as Director of the Board this year, he will not need to be reelected as National Representative this year.

Martin Mueller has been elected National Representative at the RAGA 2015/16. Should he be reelected as Director of the Board this year, he will not need to be reelected as National Representative this year.

Yvan Spruenglin has been elected National Representative at the RAGA 2018/19. Should he be reelected as Director of the Board this year, he will not need to be reelected as National Representative this year.

At the RAGA, or first-step level, the election shall follow the same rule as for the Regional BOD: National representatives are elected by secret ballot by simple majority of the represented members at the RAGA.<sup>19</sup> Please use the **Voting Ballot No. 2** attached ([Appendix "O"](#)).

## **Directors Appreciation**

The Board of Directors of SwissCham Beijing wishes to express its sincere and greatest appreciation to the Board directors, who left the Board during the last Chamber year, for their active contribution to SwissCham Beijing's Board of Directors, and would also like to warmly thank the Directors who leave the Board at this RAGA.

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<sup>18</sup> National Articles, Art. 7 (B) (3) (4).

<sup>19</sup> Beijing Bylaws, Art. 6 (f).

## Sponsors Appreciation

SwissCham Beijing wishes to acknowledge and express its appreciation to the many companies, other organizations and individuals that supported the Chamber during the past Chamber year.

SwissCham Yearly Sponsors 2019/20:

