

Minutes of the National Annual General Assembly (NAGA) of SwissCham China - Statutory Year 2019/2020

Date and time: March 22, 2019, 7.30pm
Venue: Kempinski Hotel, Lujiazui, Shanghai
Chair: Rene Forster, Chairman SwissCham China
Minutes Taker: Peter Bachmann, ExD, SwissCham Shanghai

1 Welcome, Quorum Confirmation and Election Vote Counters

1.1 Opening, Welcome Address and Organization Matters

Mr. Rene Forster opens the NAGA.

He welcomes the representatives from Swiss Cham Beijing, Shanghai and Guangzhou.

1.2 Quorum

The quorum needs to be represented by 10% of voting members per chapter and make a total of 20% voting members during the NAGA. The quorum is reviewed as follows:

2018/2019 Members		Attendance on March 22, 2019		%
Voting Members SHA	195	Valid Voting Members SHA	92	47%
Voting Members BEI	77	Valid Voting Members BEI	39	50%
Voting Members GZ	30	Valid Voting Members GZ	4	13%

Total Voting Rights	302	Total Voting Members	135	44%
Quorum	62	Absolute Majority (½ of voting members + 1)	60	

Total 135 votes are present, the NAGA may proceed.

1.3 Approval of Vote Counters & President of the Day & Minutes Taker

Roger Germann is approved as Vote Counter.

Martin Mueller is approved as President of the Day.

Peter Bachmann, ExD Swisscham Shanghai, is approved as Minutes Taker.

All above nominations are **accepted unanimously by the assembly by acclamation.**

2 Agenda

No change to the Agenda.

3 Minutes

In accordance to the Bylaws, the Invitation, the proposed Agenda and Minutes of the National General Assembly were sent out and are also available on the SwissCham website.

The Chairman states that the Minutes are **accepted unanimously by the assembly**.

4 Activity Report of Regional Chapters 2018/2019

4.1 Report Beijing

Samuel Baumgartner, President of SwissCham Beijing, presented the Chamber activities in Beijing.

4.2 Report Shanghai

Report was done during Shanghai RAGA just before NAGA. No questions are raised.

4.3 No questions are raised. Report Guangzhou

Rene Forster, Board Member of SwissCham Guangzhou, reports about the Chamber activities in Guangzhou.

No questions are raised.

5 Treasurers Report and Auditor's Statement

5.1 Treasurer's Report

The treasurer's report is presented by Mr. Samuel Baumgartner, Treasurer SwissCham China.

Revenues at 4,932 KCNY, +13% compared to last year: Revenues development over expectations with higher membership, events and products income in Beijing and Shanghai and higher events and products income in all three Offices.

Expenses at 4,665 KNCY, +9% compared to last year: Controlled increase of the costs in Shanghai and Beijing compared to their revenue. Guangzhou also managed to generate a profit.

P&L at 266 KCNY, increase substantially compared to the profit of 69 KCNY last year.

Current assets increased to 2,829 KCNY leaving enough cash on hand to support future business operation.

The consolidated yearly result in this reporting period ended in a **profit of 266,715.88 CNY**.

The NAGA **approves the treasurer's report by vast majority**.

5.2 Auditor's Report

The audit report validates the accounts.

Both, financial report and Audit report **are accepted unanimously by the assembly**.

6 Discharge of the National Board

Martin Mueller, President of the day, guided the assembly through the discharge. The National Board is **discharged unanimously by the assembly by acclamation.**

7 Election of the Board Members and Auditors

7.1 Election of the National Board

Name	Chamber	Reg. Position	Elected	To be (re-)elected
Rene Forster	Guangzhou	Board Member	2016/2017	Yes
Bruno Stauffacher	Guangzhou	President	-	Yes
Samuel Baumgartner	Beijing	President	2016/2017	Yes
Martin Mueller	Beijing	Vice-President	2017/2018	No
Yvan Spruenglin	Beijing	Vice-President	-	Yes
Marco Hasler	Shanghai	Board Member	2017/2018	No
Chen Liu	Shanghai	Board Member	-	Yes
Alfonso Troisi	Shanghai	Board Member	-	Yes

Under current bylaws Directors of the board are elected for a 2 years period (max. 3 terms)
Under current bylaws the National Chairman is elected for a 2 years period (max. 2 terms).

The NAGA elects the following National Representatives as proposed by the RAGAs in Beijing, Shanghai and Guangzhou:

Mr. Samuel Baumgartner (Beijing), Ms. Yvan Spruenglin (Beijing), Mr. Alfonso Troisi (Shanghai), Mr. Chen Liu (Shanghai), Mr. Rene Forster (Guangzhou), and Bruno Stauffacher (Guangzhou).

All candidates are elected unanimously by the assembly.

7.2 Election of the Chairman

Mr. Rene Foster (Guangzhou) and Mr. Martin Mueller (Beijing) are both elected Co-Chairman

7.3 Appointment of the Auditors

Fabpo is proposed to continue as Auditors of SwissCham China

The Auditors are re-appointed **unanimously by the assembly by acclamation.**

8 Budget 2019/2020

8.1 Budget

Mr. Samuel Baumgartner, Treasurer of Swisscham China, elaborates the Budget.

Budget 2019	SHA	BEI	GZH	BUD 2019	ACT 2018
REVENUE					
Membership fees	1,375,000	610,000	114,600	2,099,600	1,993,038.29
Events	1,240,000	850,000	130,000	2,220,000	2,639,561.65
Products & Services	357,000	340,000		697,000	298,436.41
Other Income					1,009.71
Total Revenue	2,972,000	1,800,000	244,600	5,016,600	4,932,046.06
EXPENSES					
Events, Promotion & Purchasing	967,500	500,000	200,000	1,667,500	1,596,835.96
Wages & Salary	1,460,949	979,200	24,000	2,464,149	2,247,422.29
General & Administrative	454,860	312,000	49,400	816,260	621,245.02
Financing Cost	1,000	-8,000	-500	-7,500	-9,207.71
Depreciation of Fixed Assets	2,200	9,600		11,800	
Tax	600	5,000	800	6,400	10,580.42
Other Cost	10,000		36,000	46,000	198,454.20
Total Expenses	2,897,109	1,797,800	309,700	5,004,609	4,665,330.18
NET PROFIT/LOSS	74,891	2,200	-65,100	11,991	266,715.88

The budget is **approved unanimously by the assembly by acclamation.**

9 National Bylaws and Articles

Samuel Baumgartner presents two requests by the National Board regarding the National Bylaws and National Articles of Association.

1. To eliminate article 10(2) of the National Bylaws from the National Bylaws
2. To eliminate article 16(2) of the Articles of Association from the Articles of Association.

The Assembly agrees to both requests **unanimously**

10 Varia

The NAGA 2020 will be held in Guangzhou.

The National General Assembly closes at 21:30.

Chairmen of SwissCham China



Rene Forster



Martin Mueller

Minutes Taker



Peter Bachmann