

Articles of Incorporation (Aoi)

for the Association of Global Event Suppliers (AGES)

Updated October 2025

A) Preliminaries

Article 1 - Name

The Association exists under the name **Association of Global Event Suppliers (AGES)** in accordance with Articles 60 et seq. of the **Swiss Civil Code (SCC)**.

Article 2 - Formation, Domicile and Fiscal Year

2.1. AGES was founded on **24 June 2014** in Geneva, Switzerland. Its **registered domicile** is **Bern, Switzerland**.

2.2. The **fiscal year** begins on **1 January** and ends on **31 December** each year.

Article 3 - Purpose and Objectives

3.1. The purpose of the **Association of Global Event Suppliers (AGES)** is to strengthen awareness and recognition of the event supplier industry and to represent the interests of its members within the global event marketplace through the **AGES label of quality**.

AGES serves as a unified and credible voice for the industry, providing tools, standards and guidance to its members and to relevant authorities, organising committees and partners — supporting **efficient, sustainable and safe event delivery**.

3.2. AGES represents **leading international suppliers and contractors** of goods and services for major events, supporting their development and facilitating their global operations. Through collaboration with **governments, organising committees** and other event stakeholders, AGES works to improve business environments, streamline processes, and strengthen opportunities for its members.

The Association also supports **education, training, and knowledge transfer**, contributing to improved quality and safety standards, particularly in emerging markets. Membership is open to reputable organisations that share these principles.

The objectives of AGES are further defined in its **Mission Statement**.

3.3. AGES operates as a **not-for-profit organisation**.

3.4. AGES and its members adhere to **fair business practices** and will not engage in any actions that restrict competition or distort fair pricing.

B) Membership

Article 4 - Organisational Bodies

The organisational bodies of the Association are:

- a) The **General Assembly**
- b) The **Board**
- c) The **Statutory Auditor**

Article 5 - Categories of Membership

5.1. Membership in AGES is reserved for **leading, internationally active suppliers and contractors** providing goods, services and works to the international events industry — collectively referred to as **overlay works**.

5.2. Members must be recognised as **industry leaders** within at least one category of temporary infrastructure or related service, demonstrating professionalism, integrity, and strong reputation, as defined in the **Rules and Regulations**.

5.3. Each member company must be managed responsibly and in accordance with international business ethics and best practice.

5.4. AGES distinguishes the following membership categories:

- **Members (with voting rights):** Companies meeting all membership criteria.
- **Associate Members (without voting rights):** Organisations or individuals active in the field but not meeting all requirements for full membership.
- **Honorary Members (without voting rights):** Individuals or entities that have significantly supported AGES in achieving its goals.

Article 6 - Application for Membership

6.1. Applications must be submitted in writing using the official **AGES Membership Application Form**, available at www.ages-connect.com

6.2. Applications must include a signed declaration agreeing to abide by the **Articles of Incorporation** and the **AGES Code of Ethics and Professional Conduct**, and be supported by at least one current AGES member or a member of the Board.

6.3. Membership is granted by the **Board** in accordance with the Rules and Regulations.

Article 7 - Rights of Members

7.1. Members have the right to:

- Participate in and vote at the **General Assembly**. Each Member holds one vote.
- Receive official information and updates through the AGES website.
- Be invited to all official AGES events and initiatives.
- Refer to themselves as Members of AGES and use the AGES insignia in professional materials, subject to AGES policies.

7.2. **Associate and Honorary Members** may describe themselves as such and receive general information but may not vote or use the AGES insignia.

Article 8 - Termination of Membership

Membership may be terminated by written notice given at least **six months before the end of the fiscal year**.

Article 9 - Exclusion of Members

Membership ceases if:

- a) The member company enters bankruptcy, administration, receivership, or liquidation.
- b) The member is more than three months in arrears with annual fees (reinstatement at the Board's discretion).
- c) The Board determines that the member no longer meets membership qualifications.

Upon termination, all membership rights and privileges cease, and any fees paid remain non-refundable.

C) The General Assembly

Article 10 - Annual General Meeting

The **General Assembly (GA)** is the highest authority of AGES. It is held once a year, within six

months of the end of the fiscal year.

Article 11 - Duties of the General Assembly

The GA is responsible for:

- a) Approving the previous GA minutes and the Board's annual report
- b) Approving the financial statements and auditor's report
- c) Electing or recalling Board Members, the Chair, and the Statutory Auditor
- d) Approving membership fees and the annual budget
- e) Amending the Articles of Incorporation
- f) Acknowledging the Mission Statement, Action Plan and Rules and Regulations
- g) Taking any other decisions within its authority

Article 12 - Extraordinary General Assembly

12.1. The Board may convene an extraordinary GA at any time.

12.2. An extraordinary GA must also be convened if requested by at least **20% of Members**.

Article 13 - Resolutions of the General Assembly

13.1. Decisions are taken by a **majority of votes** represented. In case of a tie, the **Chairperson** has the casting vote.

13.2. Elections require an **absolute majority** in the first ballot and a simple majority thereafter.

13.3. Voting is generally open unless a majority requests a secret ballot.

13.4. Amendments to the Articles require approval by **two-thirds (2/3)** of Members present.

Article 14 - Convening the General Assembly

14.1. The Board publishes the **agenda and location** at least **15 days in advance** on the AGES website.

14.2. Members wishing to submit proposals must do so in writing at least **30 days before** the GA.

14.3. Attendance must be confirmed via the official invitation form **10 days prior** to the GA.

D) The Board

Article 15 - Composition

The Board consists of **three to five members**, including the **Chairperson**, who is elected by the General Assembly.

Article 16 - Election and Tenure

16.1. Board Members serve a **three-year term** and may be re-elected.

16.2. Vacancies may be filled by Board decision until the next GA.

Article 17 - Duties of the Board

The Board manages the Association and implements the decisions of the GA.

Its duties include:

- a) Preparing the annual report and General Assembly
- b) Representing AGES externally
- c) Developing strategy, mission, and annual action plans
- d) Delegating management and administration as required
- e) Appointing and supervising service providers or partners
- f) Defining Rules, Regulations and operational frameworks

- g) Managing membership applications and exclusions
- h) Taking all decisions not reserved for other bodies

Article 18 - Chairperson

The Chairperson:

- a) Prepares and leads Board meetings and the General Assembly
- b) Acts as the official spokesperson for AGES
- c) Oversees implementation of Board decisions and manages appointed personnel or partners

Article 19 - Meetings and Decisions

- 19.1. The Board meets at least **twice per year**, in person or via video conference.
- 19.2. Each Board Member has one vote; a **majority** forms a quorum.
- 19.3. The Chairperson has the casting vote in case of a tie.
- 19.4. Proxy votes are not permitted.

Article 20 - Remuneration and Expenses

Remuneration and reimbursement are governed by the **Rules and Regulations**.

Article 21 - Signatory Power

Board Members may sign **jointly with one other** authorised Board Member.

E) Statutory Auditors

Article 22 - Eligibility and Term

Any qualified individual or company may serve as Statutory Auditor for a **three-year term**; re-election is permitted.

Article 23 - Duties

The Statutory Auditor reviews AGES' financial statements and reports findings to the General Assembly in writing.

Article 24 - Remuneration

The Board determines any remuneration and contractual terms in accordance with the Rules and Regulations.

F) Finance

Article 25 - Income

AGES' income may consist of **membership fees, sponsorships, grants, donations** and other non-commercial or commercial sources in support of its objectives.

Article 26 - Costs

All expenditures must align with the approved **annual budget**. Any extraordinary expenses require prior Board approval.

G) General Conditions

Article 27 - Liability

27.1. AGES' liabilities are covered solely by its own assets. Members' personal liability is limited to their membership fees.

27.2. AGES accepts no liability for disputes, damages, or consequences arising from the interpretation or use of documents, standards or recommendations it issues.

Article 28 - Dispute Resolution

All members and officers commit to resolving disputes related to these Articles or AGES activities **amicably**.

Article 29 - Dissolution

29.1. Dissolution may only be decided at an **extraordinary General Assembly** convened for that purpose.

29.2. Dissolution requires a **two-thirds (2/3)** majority of votes present.

29.3. Upon dissolution, assets are liquidated by the Statutory Auditor and distributed among Members according to their voting rights.

Article 30 - Language

All official communication and correspondence shall be conducted in **English**.

Article 31 - Final Provisions and Applicable Law

31.1. These Articles were originally approved on **24 June 2014** and enter into force with subsequent revisions indicated by year.

31.2. **Swiss law** applies. The **place of jurisdiction** is **Bern, Switzerland**.

Association of Global Event Suppliers (AGES)

Bern, October 2025

Jean-Charles DURAND

Chairman

*Previous version written under the chair of Daniel
Cordey*