

Orbital Nation Association (ONA)

Statutes

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I. GENERAL PROVISIONS

Art. 1 Name and Registered Office

Under the name “Orbital Nation Association,” an association exists pursuant to Art. 246 et seq. of the Liechtenstein Persons and Companies Act (PGR) and these Statutes.

The registered office of the Association is Landstrasse 121, 9490 Vaduz.

The duration of the Association is unlimited.

Art. 2 Purpose

The purpose of the Association is to promote science, education, research, innovation, investment and societal development in connection with the use of outer space, space-related technologies, and space-inspired as well as underground research environments.

The Association strengthens public understanding of the interconnections between space and life on Earth and contributes to making the opportunities of the emerging Earth-Space economy accessible for society.

The Association pursues this purpose in particular by:

- Providing knowledge about the importance of space for life on Earth, including the use of satellite data, space-inspired technologies and underground test and learning environments to advance sustainability, resilience and responsible stewardship of the planet.
- Fostering research, innovation, investment and interdisciplinary collaboration between academia, industry, culture, technology, media and the broader public in order to develop new perspectives, joint solutions and forward-looking projects.
- Creating physical and virtual spaces for exchange, education and networking, bringing together individuals and organizations from different fields and enabling them to transform ideas into concrete projects, pilot initiatives or collaborations.
- Organizing conferences, forums, workshops, public dialogue formats and educational programs that highlight the role of space for societal and technological developments and strengthen public discourse.
- Promoting expanded perspectives through the exploration of the “Overview Effect” and the use of space and underground environments as places for learning and reflection, supporting long-term thinking, societal resilience and collective future capability.
- Strengthening public understanding of the Earth-Space connection as well as the relevance of global thinking across geographical, economic and disciplinary boundaries, in order to foster societal creativity, responsibility and shared confidence in the future.

The Association is non-profit and pursues solely and directly charitable purposes. The Association's liability is limited to its own assets.

Art. 3 Data Protection

The Association considers it an obligation to collect only the data of members, contacts and business partners that are strictly necessary for its operations, and to manage such data with due care and protect it from misuse.

The Association complies with all applicable data protection regulations when collecting and processing personal data. Personal data is processed only on a valid legal basis; the rights of data subjects are respected; and all required technical and organizational measures, as well as all further data protection obligations, are fulfilled.

The Association does not, in principle, disclose data to third parties unless such disclosure serves the Association's general purpose and the data is processed in accordance with the principles of the General Data Protection Regulation (GDPR).

II. MEMBERSHIP

Art. 4 Admission of Members

Individuals interested in joining the Association may submit an application for membership at any time. Children and adolescents up to the age of 18 require the written consent of a parent or legal representative.

The General Assembly decides on membership applications and thus on admission to the Association.

The Board may approve a provisional admission. Any decision of the Board—positive or negative—shall be submitted to the next General Assembly, which shall take the final decision.

Art. 5 Membership Categories

The membership categories, their voting rights, specific entitlements and the amount of membership fees are defined in the Annex to these Statutes. The Annex forms an integral part of the Statutes.

The Board is authorized to amend the Annex autonomously. In particular, the Board may

- a) create new membership categories;
- b) modify or abolish existing categories;

- c) adjust the voting rights associated with categories, provided that the fundamental rights enshrined in Art. 6 of these Statutes are respected;
- d) determine or adjust membership fees.

Amendments to the Annex enter into force upon resolution of the Board, unless the Board specifies a later effective date. Members shall be informed of amendments in an appropriate manner.

Art. 6 Rights and Duties of Members

The following rights and duties apply to all members; additional or more specific provisions for individual categories may be set out in the Annex.

6.1 Participation and Information Rights

- Right to participate in the General Assembly.
- Right to access Association documents and resolutions.
- Right to participate in Association activities in accordance with the applicable membership category.

6.2 Voting Rights

- Voting rights are held by those membership categories expressly designated as voting categories in the Annex.
- Categories without voting rights must be expressly identified in the Annex.

6.3 Right to Submit Motions and to Stand for Election

- Right to submit motions to the General Assembly.
- Right to stand for election to Association bodies (applicable only to voting natural persons unless otherwise specified in the Annex).

6.4 Usage Rights

- Right to use services, offerings and facilities of the Association in accordance with the respective membership category.

6.5 Obligation to Pay Membership Fees

- Duty to pay the annual membership fee applicable to the category (except for categories exempt from fees).

6.6 Promotion of the Association's Purpose

- Duty to respect and, where possible, support the objectives of the Orbital Nation Association.

6.7 Compliance with Statutes and Resolutions

- Duty to comply with the Statutes, regulations and resolutions of the Association's bodies.

6.8 Protection of the Interests of the Orbital Nation Association

- Duty not to harm the reputation of the Association and to act in its best interests to the best of one's knowledge.

6.9 Code of Conduct

Members of the Orbital Nation Association commit in particular to:

- treating all persons with respect, courtesy and inclusiveness;
- being open to scientific, cultural and societal perspectives;
- fostering collaboration across sectors, disciplines and backgrounds;
- handling information and knowledge responsibly;
- communicating honestly and transparently;
- refraining from sharing false, misleading or confidential information;
- disclosing conflicts of interest relevant to Association activities;
- refraining from discriminatory, harassing or disruptive behavior;
- respecting the safety and well-being of all participants;
- complying with rules and safety requirements at event venues.

Members further support:

- the vision of constructively connecting Earth, Space and Underground Space;
- the community-driven character of the Orbital Nation Association;
- ideas, projects and missions serving societal benefit;
- a positive public understanding of Earth, Space and Underground Space.

Art. 7 Resignation or Expulsion

Membership in the Association terminates upon dissolution, resignation or expulsion.

Resignation from the Association may be submitted at any time by written notification to the Board. The full annual membership fee for the current year remains due and will not be refunded, including on a pro rata basis.

Members who fail to meet their obligations or who cause harm to the Association in any manner may be expelled by the Board.

An expelled member may lodge an appeal in writing within 30 days and request a decision by the General Assembly. The General Assembly's decision is final.

III. BODIES OF THE ASSOCIATION

Art. 8 Bodies of the Association

The bodies of the Association are:

- the General Assembly
- the Board
- the Auditors
- the Advisory Board, Commissions, and Specialist or Project Groups (optional)

Art. 9 General Assembly

9.1 The ordinary General Assembly (GA) is the supreme governing body of the Association. It shall be held annually, no later than in the third quarter of the year, and may take place in person, online or in hybrid form. It is convened by the Board. Members shall be invited in writing at least 30 days in advance, with the agenda items communicated together with the invitation.

9.2 An extraordinary General Assembly may be requested by the General Assembly itself, by the Board, or by one-fifth of the voting members through a written request. It must be convened at least 14 days in advance and must specify the agenda items and motions. It may also be held in person, online or in hybrid form.

9.3 The General Assembly shall be conducted by the Chair. In the Chair's absence, one of the Vice Chairs or another member of the Board shall chair the meeting.

9.4 Duties and Powers of the General Assembly:

The General Assembly is responsible for:

- approval of the minutes of the previous General Assembly
- approval of the annual report
- approval of the annual financial statements upon review of the auditors' report
- granting discharge to the Board and the auditors
- approval of the annual program
- approval of the annual budget
- decisions on amendments to the Statutes
- election of the Chair
- election of the remaining members of the Board
- election of the auditors
- deliberation and decision-making on motions.

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9.5 Motions

Motions to be submitted to the General Assembly must be filed with the Board in writing or by email no later than 20 days before the meeting. At the beginning of the General Assembly, members shall be informed which motions were submitted on time and which were submitted late.

9.6 Quorum, Voting Requirements and Representation

Unless otherwise required by law, the General Assembly constitutes a quorum regardless of the number of voting members present or represented.

Each voting member may represent up to two absent members, provided a written proxy is presented.

Resolutions are passed by a simple majority of the valid votes cast by voting members present or represented. In the event of a tie, the Chair has the casting vote. Elections require an absolute majority. If a second round is necessary, a relative majority shall suffice. Each voting member present or represented has one vote.

For elections, a secret ballot shall be held upon request of any member.

Art. 10 Board

Art. 10.1 Composition of the Board

The Board is the executive and governing body of the Association and consists of at least four members elected by the General Assembly. These are:

- Chair
- two Vice Chairs
- Treasurer
- Secretary

A personal union between the Vice Chair and the office of Treasurer or Secretary is permitted.

The Chair may not hold more than one function simultaneously.

Art. 10.2 Duties

The Board has, in particular, the following duties and powers:

- strategic and operational leadership of the Association in accordance with the mission statement and Statutes

- external representation of the Association
- implementation of resolutions of the General Assembly
- preparation of the annual report and annual financial statements for the General Assembly
- preparation of the annual budget for the General Assembly
- determination of membership fees
- planning of mid- and long-term development and activities of the Association
- preparation of the annual program
- financial planning and oversight, and ensuring compliance with the budget
- informing the members
- convening the General Assembly and determining the agenda
- monitoring compliance with the Statutes
- appointment of commissions and specialist or project groups
- development of concepts and regulations
- preparation of the Association's mission statement
- all powers and responsibilities not assigned to another body
- Minutes shall be kept of all Board meetings and resolutions.

Art. 10.3 Term of Office and Re-Election

The term of office of the Board is two years. Re-election is permitted.

Art. 10.4 Resignation

Resignations should ideally be submitted in writing to the Board six months prior to the General Assembly. For important reasons, a Board member may resign at any time, except at an inopportune moment.

Art. 10.5 Quorum of the Board

The Board meets upon invitation of the Chair, and agenda items must be communicated in advance. This requirement may be waived only if all Board members are present and agree to the ad hoc agenda.

The Board constitutes a quorum when more than half of its members are present. Resolutions are adopted by a simple majority. In the event of a tie, the Chair has the casting vote.

Representation by proxy is not permitted.

Art. 10.6 Authorized Signatories

The Board designates the persons authorized to sign on behalf of the Association and determines the form of signature.

Only joint signatures (collective signature) are permitted.

Art. 10.7 Annual Financial Statements

The annual financial statements are prepared as of the end of the calendar year/business year.

Art. 11 Auditors

The General Assembly elects two auditors for a term of three years. They review the bookkeeping and annual financial statements and report to the General Assembly, submitting a proposal regarding approval and discharge of the Board.

Art. 12 Advisory Board, Commissions, Specialist or Project Groups

The duties and powers of the Advisory Board and any commissions, specialist or project groups shall be defined by the Board in a separate regulation.

IV. FINANCES

Art. 13 Type of revenue

The revenues of the Association consist in particular of:

- a) membership fees
- b) contributions from public and private institutions
- c) income from events
- d) donations
- e) sponsorships

Art. 13.1 Membership Fees

The amount of the membership fees is determined in the Annex to these Statutes. The Board sets the fees and may adjust them as needed.

Membership fees are annual fees for the current financial year, irrespective of the date of joining or leaving the Association. No proportional (pro rata) calculations or refunds are made.

Fees must be paid within one month of invoicing.

Art. 14 Authority of the Board Regarding Expenditures

The General Assembly decides on non-budgeted expenditures exceeding 50'000 Franken per year. All other expenditures fall within the competence of the Board. The Board shall adopt a financial regulation governing such matters.

VI. FINAL PROVISIONS

Art. 15 Insurance

The Association maintains liability insurance for event organizers.

Members are responsible for securing adequate insurance coverage against accidents or illness.

Art. 16 Amendments to the Statutes

The General Assembly may amend these Statutes by a two-thirds majority of the valid votes cast by voting members present.

Art. 17 Dissolution

The dissolution of the Association requires a two-thirds majority of all voting members.

If the Association is dissolved, a detailed inventory of its assets and property shall be prepared.

Any remaining assets and inventory shall be transferred to a successor association pursuing the same or a similar purpose. If no such successor association exists, the assets shall be transferred to a tax-exempt charitable organization with a purpose as similar as possible.

Art. 18 Approval of the Statutes

These Statutes were approved by the General Assembly on [date]. [They replace the Statutes dated [date].] They enter into force on [date].

Place / Date

Chair _____

Vice Chair _____

Annex: Membership Categories

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Membership Categories with Descriptions & Benefits

Membership Benefits (Base for ONA statutes, Dec 10th, 2025)	Individual Memberships		Corporate Memberships			Institutional
	Community Member	Citizen Member	Start-Up	SME	Enterprise	NGO Association
	Passive member	Active member	Active member	Active member	Active member	Active member
Annual Fee (in CHF)	0	80	250	500	5000	500
1. Access to content e.g., Newsletter, ONA Stories, initiatives, etc.	Basic	Advanced	Advanced	Advanced	Advanced	Advanced
2. Access to events ⁽¹⁾						
Community Events (e.g., public dialogue, discussion formats, etc.)	Yes	Yes	Yes	Yes	Yes	Yes
Executive Roundtables	No	No	upon invitation	upon invitation	Yes	upon invitation
Exclusive ONA events ⁽²⁾	No	Yes	Yes	Yes	Yes	Yes
Start-up Pitch nights ⁽²⁾	No	No	Yes	Yes	Yes	Yes
Annual Patrons' event ⁽²⁾	No	No	No	No	No	No
3. Access to ONA Platform ^{(2) (3)}						
General access to platform (matchmaking, scientific exchange, etc.)	No	No	Yes	Yes	Yes	Yes
Participation in community projects ⁽⁴⁾	No	Yes	Yes	Yes	Yes	Yes
Early access to selected mission Think Tanks (e.g., Mission Blue Marble)	No	Yes	Yes	Yes	Yes	Yes
Co-creation of workshops and seminars ⁽⁴⁾	No	No	No	No	No	No
4. Option to elevate visibility						
Opportunity to present own projects	No	Yes	Yes	Yes	Yes	Yes
Opportunity to sponsor missions or projects	No	No	No	Yes	Yes	Yes
Corporate visibility at ONA events and on digital channels	No	No	No	No	Yes	Yes
Visibility for research projects	No	No	No	No	No	No
5. Various						
Event discounts	No	1 person	1 person	2 ppl	3 ppl	1 person
Certificate "ONA Citizenship"	No	Yes	Yes	Yes	Yes	Yes
Optional acknowledgement in the annual report or on the website	No	No	No	No	No	No
Voting rights	No	Yes (1 Vote)	Yes (1 Vote)	Yes (1 Vote)	Yes (1 Vote)	Yes (1 Vote)

(1) For Honorary Member: Participation in events at member rates or free of charge

(2) Offering expected to start in 2027ff (initial funding required, as well as resource and expertise to e.g., build the tech platform similar (like e.g. Ebay) or use an existing platform (e.g., "donat")

(3) One-stop platform that enables collaboration, education, and innovation

(4) 100% organized and led by the ONA community (not by the ONA board)

(5) Honorary Member: Lifetime membership free of charge

