

# Statutes of association

stressnetwork.ch

## Name and headquarters

### Article 1

stressnetwork.ch is a non-profit association governed by the present statutes and, secondly, by Articles 60 et seq. of the Swiss Civil Code. It is neutral politically, and non-denominational.

### Article 2

The Organization's headquarters are located in the President's, or in one of the co-President's residence.

The Association shall be of unlimited duration.

## Aims

### Article 3

The Association shall pursue the following aim:

Promoting stress research in Switzerland by:

- Raising public and political awareness for the importance of stress research
- Fostering scientific interaction between different areas of stress research
- Improving communication between scientists and public
- Supporting fundraising

## Resources

### Article 4

The Association's resources are derived from:

- donations and legacies;
- sponsorship;
- public subsidies;
- any other resources authorized by the law.

The funds shall be used in accordance with the Association's social aims.

## Members

### Article 5

Any physical person or legal entity may become a member if they have demonstrated their dedication to the goals of the association through their commitments or actions.

The Association comprises:

- Founding members
- Active members: any physical person working in the field of stress at a Swiss academic institution can become an active member.
- Non-academic institutional partners: non-academic Swiss institutions with interest in the goals of the association. They have a consultative vote in the General Assembly.
- Partners: any physical person working in the field of stress outside Switzerland. They do not have voting rights

Requests to become a member must be addressed to the Executive Committee through the coordinator. For persons who are not group leaders, a short recommendation letter from a group leader member is required at the time of application for membership.

The Executive Committee admits new members and informs the General Assembly accordingly.

Membership ceases:

- By no longer having an affiliation in Switzerland;
- On death;
- By written resignation thereby notifying the Executive Committee at least six months before the end of the financial year;
- By exclusion ordered by the Executive Committee, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 days of the Executive Committee's decision being notified;

Members who have resigned or who are excluded have no rights to any part of the Association's assets.

Only the Association's assets may be used for obligations/commitments contracted in its name. Members have no personal liability.

## Organs

### **Article 6**

The Association shall include the following organs:

1. General Assembly,
2. Executive Committee,
3. Auditor

The Executive Committee can create working subgroups when it deems it necessary to achieve the Association's aims.

## General Assembly

### **Article 7**

The General Assembly is the Association's supreme authority. It is composed of all the members.

It shall hold an Ordinary Meeting once each year. It may also hold an extraordinary session whenever necessary, at the request of the Executive Committee or at least of one-fifth of its members.

The General Assembly shall be considered valid regardless of the number of members present.

Except for the Constituent General Assembly, the Executive Committee shall inform the members in writing of the date of the General Assembly at least six weeks in advance. The notification, including the proposed agenda, shall be sent to each member at least 10 days prior to the date of the meeting.

#### **Article 8**

The General Assembly:

- Shall approve the admission and expulsion of members;
- Appoints the members of the Executive Committee and elects, at a minimum, the President, the co-Presidents/Secretary and the Treasurer;
- Notes the contents of the reports and financial statements for the year and votes on their adoption;
- Approves the annual budget;
- Supervises the activity of other organs, which it may dismiss, stating the grounds therefore;
- Appoints an auditor for the Organization's accounts;
- Decides on any modification of statutes;
- Decides on the dissolution of the Association.

#### **Article 9**

The General Assembly is presided over by the President, or by one of the co-Presidents in case of co-presidency, of the Association.

#### **Article 10**

Decisions of the General Assembly shall be taken by a majority vote of the members. In case of deadlock, the President or the co-Presidents shall have the casting vote.

Decisions concerning the amendment of the Statutes and the dissolution of the Association must be approved by a two-third majority of the members present.

#### **Article 11**

Votes are by a show of hands. Voting can also take place by secret ballot, if at least five members request it.

Members that cannot be present in the General Assembly can communicate their vote by sending an email to the coordinator beforehand. This is allowed for each member only once every 3 years.

#### **Article 12**

The agenda of the ordinary annual session of the General Assembly must include:

- Approval of the Minutes of the previous General Assembly
- Approval of the Executive Committee's annual Activity Report
- Approval of the report of the Treasurer and of the Auditor
- Approval of the budget
- Approval of reports and accounts
- Election of Executive Committee members and Auditor
- Miscellaneous business

## Executive Committee

### **Article 13**

The Executive Committee is authorized to carry out all acts that further the purposes of the Association. It has the most extensive powers to manage the Association's day-to-day affairs.

### **Article 14**

The Executive Committee is composed of at least 3 members elected by the General Assembly (President, co-Presidents or Secretary and Treasurer). The two founding members, each of whom is a co-President, hold the first Presidency, which lasts for 8 years. After the first Presidency, each member's term of office shall last for 4 years. The term of office is renewable. The Executive Committee meets as often as the Association's business requires.

### **Article 15**

The Executive Committee members work on a volunteer basis and as such can only be reimbursed for their actual expenses and travel costs. Potential attendance fees cannot exceed those paid for official commissions. For activities beyond the usual function, each Executive Committee member is eligible for appropriate compensation.

The paid employees of the Association have only a consultative vote on the Executive Committee.

### **Article 16**

The functions of the Executive Committee are:

- to take the appropriate measures to achieve the goals of the Association;
- to convene the ordinary and extraordinary General Assemblies;
- to take decisions with regard to admission of new members as well as the resignation and possible expulsion of members;
- to ensure that Statutes are applied, to draft rules of procedure, and to administer the assets of the Association.

## Auditor

### Article 17

Each year the General Assembly appoints two auditors. It may also entrust this task to a fiduciary company.

The auditors shall check the operating and annual accounts prepared by the Executive Committee and present a written and detailed report to the annual ordinary general meeting.

## Signature and representation

### Article 18

The Association is legally bound by the signature of the President, or in case of co-presidency, the joint signature of the co-Presidents.

## Various provisions

### Article 19

The financial year shall begin on 1 January and end on 31 December of each year.

### Article 20

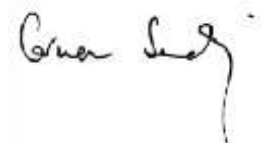
Should the Association be dissolved, the available assets should be transferred to a non-profit organization pursuing public interest goals similar to those of the Association and likewise benefiting from tax exemption. Under no circumstances should the assets be returned to the founders or members. Nor should they use a part or a total of assets for their own benefit.

The present Statutes have been approved by the General Assembly of stressnetwork.ch in Basel, on May 11 2022.

For the Association

Co-President

Carmen Sandi



Co-President

Dominique de Quervain

