

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: physical persons with track record of leadership in the field of stress. Specifically, to become an active member of the association, the physical person has to be a group leader. Group leaders having participated to one of the first two annual meetings of the association are considered as members, except if they express the wish not to be part of it.
- Junior members: physical persons working in the field of stress that are not group leader.
- Non-academic institutional partners: non-academic institutions with interest in the goals of the association. They have a consultative vote in the General Assembly.

Requests to become a member must be addressed to the Committee through the coordinator. The Committee admits new members and informs the General Assembly accordingly.

Membership ceases:

- On death;
- By written resignation thereby notifying the Committee at least six months before the end of the financial year;
- By exclusion ordered by the Committee, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 days of the 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 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 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 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.

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 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 Committee members and Auditor
- Miscellaneous business

Committee

Article 13

The 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 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 Committee meets as often as the Association's business requires.

Article 15

The 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 Committee member is eligible for appropriate compensation.

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

Article 16

The functions of the 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 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 Constituent General Assembly of stressnetwork.ch in Basel, on February 27th 2019.

For the Association

Co-President

Co-President/Secretary