

# Statutes of the association "Swiss Biorisk Alliance"

## 1. Name and domicile

Under the name "Swiss Biorisk Alliance" there exists an association pursuant to Article 60 et seqq. CC with domicile in Bern. It is politically and denominationally independent.

## 2. Objective and purpose

The purpose of the association is to establish and maintain an efficient "one health" institution of national importance and with international reach for the detection of biological risks and the management of biological events and infectious diseases with epi- and pandemic potential. This is to pool, connect and position the currently nationally and regionally fragmented institutions and the existing competence and expertise with a hub in Bern. It is the intention of the association to develop into a foundation.

The association achieves its goals through the following means and activities:

- Establishment and operation of a dedicated management office
- Consolidating expertise and ensuring accessibility to specialists for advice and support
- Optimal use of synergies of existing infrastructures of the participating institutions
- Promoting the exchange of knowledge and partnerships between the members
- Providing a pool of expertise to support the authorities where the need arises, also with a view to improving coordinated policy advice in this area
- Positioning the Swiss Biorisk Alliance as a contact point for the establishment and strengthening of activities of existing or the new establishment of medtech and/or biotech and/or pharmaceutical companies.
- Organisation of conferences on the topic, realisation of networking events
- Other activities in the interests of the members and the medical location in Bern.

The association does not pursue any commercial purposes and has no intention to make profits.

## 3. Resources

The association has the following resources at its disposal for the pursuit of its purpose:

- Membership contributions (500.- CHF / year at the time the association is founded)
- Income from own events
- Subsidies (application for starting aid from the canton)
- Income from service agreements
- Donations and benefits of any kind

The membership contributions are set annually by the general meeting.

The financial year corresponds to the calendar year.

#### **4. Membership**

Legal entities who support the association's purpose can become members.

Applications for admission will be addressed to the executive committee which will decide on admission.

#### **5. Termination of membership**

Membership terminates upon resignation, exclusion or dissolution of the legal entity.

#### **6. Membership resignation and exclusion**

Resignation can be declared to the executive committee at any time by registered letter and takes effect immediately.

#### **7. Bodies of the association**

The bodies that make up the association are:

- a) the general meeting
- b) the executive committee
- c) the auditors.

The executive committee may appoint a management office.

#### **8. The general meeting**

The general meeting is the association's supreme governing body.

An ordinary general meeting is held annually in the first half of the year.

If the situation requires, the general meeting may also be held in writing, online or in another appropriate manner. The executive committee decides on the mode of organization, although as a general rule a physical meeting should be held.

Members are invited to the general meeting at least 10 days in advance in conjunction with a written list of the agenda items. Invitations by e-mail are valid.

Motions to the general meeting must be submitted in writing to the executive committee at least 4 weeks before the general meeting.

The executive committee or 1/5 of the members may request the convening of an extraordinary general meeting at any time, stating the purpose of the meeting. The meeting must be held no later than 12 weeks after receipt of the request.

The general meeting has the following non-withdrawable responsibilities and powers:

- a) Approval of the minutes of the last general meeting
- b) Approval of the annual report of the executive committee
- c) Reception of the audit report and approval of the annual accounts
- d) Discharge of the executive committee

- e) Election of the chairperson, the other members of the executive committee and the auditors
- f) Determination of the membership contribution
- g) Approval of the annual budget
- h) Taking note of the program of activities
- i) Resolution on motions by the executive committee and the members
- j) Amendments of the statutes
- k) Decision on exclusion of members.
- l) Resolution on dissolution of the association and appropriation of the liquidation proceeds.

All duly convened general meetings have a quorum if a minimum of 1/5 of the members is present.

The members pass resolutions by a simple majority of the votes cast. In the event of a tie, the chairperson has the deciding vote.

At least minutes of resolutions must be kept of the resolutions passed.

Amendments to the statutes require the approval of 2/3 of the members present and entitled to vote.

A member of the association may be represented at the general meeting by another member of the association by proxy. Each member may represent a maximum of one member.

The director of the Institute for Infectious Diseases of the University of Bern (IFIK) represents the University of Bern at the general meeting, exercising its voting rights. Members of other units of the University of Bern may participate in the general meeting (without voting rights).

In order to achieve the objectives set out in section 2, the association may agree to work with institutions that are not members of the association as co-operation partners. The association may also consult persons with whom it maintains a professional dialogue in an advisory function. The representatives of the co-operation partners as well as the persons with an advisory function may attend the general meetings without voting rights and participate in working groups.

## **9. The executive committee**

The executive committee consists of 4-6 persons.

The term of office is 4 years. Re-election is allowed.

The executive committee manages the day-to-day business and represents the association externally.

It issues regulations.

It may set up working groups (specialist groups).

It may appoint an Advisory Board and issue an organisational regulation for this purpose.

It may employ or commission persons against appropriate remuneration (acc. to CO) to achieve the objectives of the association.

The executive committee has all powers not delegated to another body by law or under these statutes.

The following units are represented on the executive committee:

- a) Chairperson
- b) Vice chairperson
- c) Finances
- d) Others

The executive committee constitutes itself with the exception of the chairperson.

The executive committee meets as often as business requires. Any member of the executive committee may request a meeting, stating the reasons.

Unless a member of the executive committee requests oral deliberation, resolutions may be passed by circular letter (including e-mail).

The executive committee works on a voluntary and unpaid basis and is entitled to reimbursement of effective expenses.

## **10. The auditors**

The general meeting elects an auditor or a legal entity to check the accounts and carry out random checks at least once a year.

The auditors report to the executive committee for the attention of the general meeting.

The term of office is 4 years. Re-election is allowed.

## **11. Signing authority**

The association is bound by the collective signature of two. Authorised signatories are the chairperson, the vice chairperson and the financial officer.

## **12. Liability**

Only the assets of the association are liable for the debts of the association. Personal liability of the members is excluded.

## **13. Merger and dissolution of the association**

The association may be merged or dissolved by resolution of an ordinary general meeting or an extraordinary general meeting by a majority of votes of 2/3 of the members present.

A merger can only take place with another legal entity with domicile in Switzerland that is tax-exempt due to its charitable status or public purpose.

In the event that the association is dissolved, the profits and capital of the association will be transferred to another legal entity with domicile in Switzerland that is tax-exempt due to its charitable status or public purpose and pursues the same or a similar purpose. The distribution of the association's assets among the members is excluded.

#### 14. Entry into force

These statutes were adopted at the annual meeting on March 10<sup>th</sup> 2025 and entered into force with effect from such date. They replace all previous versions.

Date, place: March 10<sup>th</sup> 2025

The chairperson:



Prof. Dr. med. Stephen Leib

The minute taker:



Dr. Kathrin Summermatter