
Articles of Association (AoA)

Swiss Risk Association

1. Name and domicile

The name „**Swiss Risk Association**“ (SRA) refers to an association as given by Art. 60 ff. ZGB, domiciled in Zurich.

2. Mission

Our mission is to strengthen Switzerland's position as a competence center for risk management. The association offers an open forum to promote dialogue on the topics of risk management. The SRA is a non-profit organization which does not pursue any economic goals and does not strive for profits.

3. Resources

In order to fulfill its tasks, the SRA can collect contributions from members (natural and legal persons) as well as receive sponsorship contributions and donations from public and private donors of all kinds.

The amount of the contributions is determined annually by the Board. The criteria for sponsorship contributions are set out in regulations.

4. Active members

Active members with voting and election rights are natural persons who are active on the board of the SRA. Active membership begins with the election to the board and ends with resignation from the committee, dismissal or death of the member.

5. Members (also called “SRA members”)

Members can use the services of the association. They have no rights or obligations according to Art. 60 ff ZGB. Modalities, rights and obligations are set out in regulations, which are approved by the Board.



6. Governing bodies

The governing bodies are:

- a) the General Assembly
- b) the Board
- c) the Executive Committee

7. The General Assembly (GA)

The highest-level governing body is the General Assembly, which meets at least once a year. All active members are invited to the GA. The GA has a quorum if at least half of its active members are present. The GA can also be carried out virtually. Invitations are sent in writing, stating the agenda, at least three weeks in advance. Invitations by email are valid. Motions for items on the agenda are to be addressed to the Presidium no later than two weeks before the meeting and forwarded to the members no later than seven days before the meeting. 1/5 of the active members can request the convening of an extraordinary GA.

The General Assembly (GA) has the following tasks and competencies:

- a) Election of the presidium and the other Board members
- b) Dismissal of board members
- c) Resolution on changes to the Articles of Association (AoA)
- d) Approval of the annual financial statements
- e) Resolution on further topics brought up by active members
- f) Resolution on the dissolution of the association and use of the liquidation proceeds.

Each member has one vote in the GA. The resolutions a) to e) are passed with a simple majority of the members present. In the event of a tie, the chairperson has the casting vote. The dissolution of the association (f) requires the consent of 2/3 of the voters present.

8. The Board

The board consists of at least three people, including the president. The term of office of the board members is two years, re-election is possible.

The Board is responsible for the fulfillment of the goals of the association, it represents the association externally.

The Board has all powers that are not transferred to another body by law or according to these Articles of Association (AoA). These are in particular:

- a) Determining the annual budget
- b) Employment of a Chief Executive Officer (CEO). The CEO can, but does not have to be, a member of the Board of Directors.
- c) Election of the Board members who take a seat on the Executive Committee.
- d) Determination of the amount of the contributions for members and sponsors
- e) Delegation of responsibilities to committees including delegation of related decision-making authority



f) Issuing regulations

At the Board, every Board member has a vote. Resolutions are passed with a simple majority of the voters present. In the event of a tie, the president (chairman of the meeting) has the casting vote. At least half of the Board members must be present, as well as the president. In the case of the co-presidency, the presence of one of the co-presidents is sufficient.

If no board member requests verbal advice, the resolution passed by correspondence (including e-mail) is valid.

9. The Executive Committee

The Executive Committee manages the day-to-day business of the association. The Board regulates the duties and authorities of the Executive Committee and the CEO, who chairs the Committee. The Executive Committee can elect further committee members in addition to the representatives elected by the Board.

10. Authorized Signatories

The board of directors regulates the authority to sign collectively in twos.

11. Disbandment of the association

The disbandment of the association can only be decided in an ordinary or extraordinary GA. In the event of the dissolution of the association, its assets are to be transferred to institutions that pursue goals similar to those of the disbanded association. Distribution to members is excluded.

12. Effective date

These Articles of Association replace the Articles of Association from July 24, 2017. They are ratified as of June 2, 2021 and go into force as of this date.

The co-president:

Prof. Dr. Erich Walter Farkas

The co-president:

Sandro Schmid