

Association

Swiss Network for Education in Chemical Biology SNE Chemical Biology

Statutes

(followed by the Internal By-Laws)

Articles, which are complemented by provisions in the By-Laws, are marked with an asterisk [*]

I. DENOMINATION, SEAT, GOALS, MEANS AND RESSOURCES

Denomination &
duration

Article 1

Following the Constitution, approved on March 21, 2023, an association is formed according to Article 60 ss of the Swiss Civil Code and by the present clauses amended on April 19, 2023, under the name **SNE Chemical Biology (Swiss Network for Interdisciplinary Education in Chemical Biology)**, hereafter called the Association.

Its duration is unlimited.

Seat

Article 2

The seat of the Association is Geneva (GE), Switzerland.

Goals *

Article 3

1 The **purpose of the Association** is to promote and reinforce interdisciplinary education and/or research on chemical biology in Switzerland. The Association shall achieve this goal through (1) maintaining & develop interdisciplinary educational programmes, (2) federating scientists active in this area in eligible Swiss institutions and industries and (3) by organizing specific initiatives and actions.

2 The association shall be a **platform** where students, postdocs and scientists, in eligible Swiss institutions and industries meet and develop their scientific skills and knowledge, as well as network.

Means

3 The Association shall achieve its goals through a **range of initiatives and events**, including but not restricted to:

- a. Organize regular courses in person and/or online to teach Master students fundamental concepts and recent advances in chemical biology;
- b. Provide Merit-based fellowships to students interested in pursuing a Master degree in chemical biology at UNIGE
- c. Organize short technical workshops to teach PhD students and postdocs state-of-the art technologies mastered in member laboratories;
- d. Organize biannual retreats to discuss recent advances in chemical biology;
- e. Organize short notice meetings on emerging new domains of research in chemical biology;
- f. Organize summer internships for students in the members' institutions;
- g. Maintain a website;
- h. Ensure a proper representation in relevant national and international bodies;
- i. Promote equal opportunity in chemical biology;
- j. Promote public awareness in chemical biology.

4 In striving for these goals, the Association may conclude employment contracts and sign other legal documents.

Ressources

5 The Association will be funded through membership fees and external sponsoring to achieve its goals.

6 All the resources of the Association shall be exclusively and irrevocably allocated to the realisation of its not-for-profit-making public purpose.

II. MEMBERS

Members of the Association

Article 4

The Association brings together scientists (Members) active in Switzerland in the area of chemical biology. Membership is open to:

1 Full Members :

- a. Individual professors and independent senior scientists in permanent positions at a Swiss institution, working on a topic of interest to the Association, and
- b. Retired professors and senior scientists who are still active in a topic of interest to the Association, and

- c. Representatives of Swiss industries who support the Association.

2 Associate Members :

- a. Master students, PhD students, postdocs and scientific collaborators, members of a Swiss institution;
- b. Leading scientists, PhD students, postdocs, and scientific collaborators with ties to Switzerland, active at an institution or an industry in a foreign country;
- c. any former Full Member of the Association who no longer qualifies as a Full Member and wishes to continue to be informed about the activities of the Association.

Acceptance

Article 5

1 To become a **Full Member**, eligible candidates apply in writing to the Steering Committee or through the Association web site form. In their membership request, eligible candidates present the alignment of their research with the mandate of the Association. The Steering Committee approves the admission of Full Members and informs the SNE Forum at its next meeting. SNE Full Members can make an opposition by writing to the Steering Committee. The opposition letter must contain signatures of at least three Full members. In the case of an opposition, the forum votes to decide on membership, if necessary, remotely (e.g. via on-line meetings).

2 Associate Members are typically collaborators working in the group of a full member - for membership, they are announced by their respective group leader to the Steering Committee. Other Associate Members can announce themselves spontaneously via an online registration form where they justify their desire for associate membership. Candidates that fulfill the conditions stated in art.4.2 a and c are automatically accepted. The Steering Committee approves admission of Associate Members from abroad.

3 Former Full Members of the Association have to apply for Associate Membership at the time of the expiration of their membership as of Article 8, unless she/he has been formally excluded. This Associate Membership must be confirmed by the Forum.

Withdrawal

Article 6

1 A Member may withdraw from the Association at any time by informing the Steering Committee in writing.

2 The Membership fee is due in full for the running calendar year, and is not reimbursed in case of withdrawal.

Exclusion

Article 7

1 The Steering Committee may exclude a Member in case her/his conduct jeopardizes the reputation or the interests of the Association;

2 While gross misconduct will result in dismissal without notice, minor misconduct will trigger an informal discussion with the Member and/or written disciplinary warnings. Failure to comply with the obligations set out in this/these warning(s), within the time limit set by the Steering Committee, will result in a written notice of dismissal.

3 Within 10 (ten) days after having received the decision, a Member excluded by the Steering Committee may appeal against the exclusion through a letter to the President of the Association. The appeal must be dealt with at the next Steering Committee meeting, which must decide definitively.

4 The Membership fee is due in full for the running calendar year by the excluded Member.

Expiration

Article 8

Membership expires automatically :

- a. in case the Member does not qualify anymore as a Member according to the criteria defined in Article 4;
- b. in case the Member has not paid the Membership fee after having received a second demand note;

Honorary*

Article 9

1 **Honorary Members** are proposed in writing to the Steering Committee, endorsed by at least three Full Members. They must have made important contributions to and/or promoted chemical biology.

2 Honorary Members are elected by the Forum.

3 Honorary Members are Members of the Forum and can vote.

III. ORGANIZATION

Organs

Article 10

The organs of the Association are:

- A. The Steering Committee;
- B. The Forum;
- C. The Events Committees;
- D. The Control Organ.

III.A The Steering Committee

Competences

Article 11

1 The Steering Committee (hereafter called the SC) is the executive body of the Association.

2 The Steering Committee:

- a. takes all decisions for which it is competent according to Swiss law;
- b. the Steering Committee gives a notice on the admission of Full Members and Associate Members who are active abroad;
- c. ensures that regular scientific events and meetings are organized, and coordinates with the Events Committee to this end;
- d. handles appeals against exclusions;
- e. validates educational programs (e.g. workshops; online classes; Master program) and acts as the selection committee for new Master students;
- f. awards master fellowships following a selection procedure
- g. engages and/or overlooks fundraising activities serving the purposes of the Association
- h. hears and discusses the reports from the Forum and from other national and international bodies that have identical or connected activities;
- i. decides – on recommendation of the Forum – about the admission of Honorary Members;
- j. decides on the membership fees in consultation with the Forum;
- k. may call at any time an extraordinary Forum Meeting.

3 In addition, the SC Members may at any time:

- a. suggest modifications of the Statutes to be decided by the SC (right of initiative). The request must be made in writing and signed by at

least two SC Members. The vote takes place during the first SC Meeting following the receipt of the request.

- b. request that modifications of the Statutes as decided by the SC be submitted to the Forum (right of referendum). The request must be made in writing and signed by at least two SC Members. The vote takes place during the first Forum Session following the receipt of the request.

Members

Article 12

The SC consists of 7 Members, elected among the Full Members of the Association according to Article 4/ 1.

1 SC Members are to be chosen so that Swiss activity centers with a strong representation of Full Members within the association have at least one representative.

2 An eligible institution or industry may choose not to have a representative in the SC.

3 SC Membership is for a duration of four years.

4 SC Membership can be renewed indefinitely.

President

Article 13

1 The president of the SC is elected by the Forum among the 7 Members of the SC.

2 The president is elected for a duration of 2 years.

3 The president is in charge of calling and presiding the Forum Meetings.

4 The president's mandate can be renewed indefinitely.

5 The president has the signature powers.

Vice President

Article 14

1 The vice president of the SC is elected by the Forum among the Members of the SC.

2 The vice president is elected for a duration of 2 years.

3 The vice president's mandate can be renewed indefinitely.

Treasurer

Article 15

1 The treasurer of the Association is elected by the Forum among the Members of the SC.

2 The treasurer is elected for a duration of 2 years.

3 The treasurer's mandate can be renewed indefinitely.

Meeting, convening*

Article 16

1 The SC meets as required but at least twice per year.

2 The SC decides on the date, place and time of the meeting.

3 The convening of the SC requires an invitation and an agenda.

4 The agenda is made available to the SC members at least one week ahead of the meeting.

Attendance

Article 17

The SC may decide to invite guests to its meetings depending on the agenda.

Decisions*

Article 18

1 Decisions are taken by simple majority of the votes expressed. Abstentions are not counted.

2 If a simple majority cannot be reached, the president has the decisive additional vote.

3 The SC keeps a written record of its decisions. Complete meeting minutes will only be kept if deemed necessary by the SC.

4 A decision on an item not included in the Agenda can only be taken if a simple majority of the Members present at the SC meeting agrees.

III.B. The Forum

Competences of the Forum

Article 19

1 The Forum is the supreme body of the Association, i.e. it has the highest rank and authority.

2 The Forum in particular

- a. can oppose the Steering Committee's decision concerning the acceptance of a Full Member or an Associate Member active in a foreign country;
- b. proposes the admission of Honorary Members to the SC;
- c. proposes and discusses actions and initiatives to promote research in chemical biology;
- d. hears presentations on new projects, annual progress reports and financial reports (audited);
- e. hears and discusses reports from the Event Committees and from other national and international bodies that have identical or connected activities;
- f. approves the Statutes and amendments thereof, subject to Article 11/3.

Members

Article 20

1 All Full Members and Honorary Members of the Association defined in Article 4/1, and Article 9, are members of the Forum.

2 The SC may decide on temporary or permanent *ex-officio* Membership to the Forum, as required (for instance Members having special responsibilities, chairing relevant committees or representing the Association in national and international bodies).

Meeting, convening*

Article 21

1 The Forum meets as required but at least once per year, in person or virtually. The SC decides on the date, place, and time of the Forum meeting, taking into account to the extent possible the availabilities of the Forum Members, typically by trying to maximize the participation of Full Members of the Association

- 2 The convening of the Forum requires an invitation and an agenda.
- 3 The agenda is made available to the Forum members at least two weeks ahead of the meeting.

President

Article 22

The Forum meetings are presided by the president of the SC.

Attendance

Article 23

- 1 All Full Members and Honorary Members may attend the Forum meeting.
- 2 The SC may decide to invite external guests depending on the agenda.

Substitution

Article 24

Forum Members who are not able to attend the Forum meeting may nominate a proxy who acts and votes on their behalf. A Member may act as proxy for at most one Member.

Decisions, Quorum*

Article 25

- 1 All Forum Members have the right to vote
- 2 The Forum has a quorum when 1/3 (one third) of its Members are present (physically, virtually or through their proxy).
- 3 Decisions are taken by simple majority of the votes expressed, except for the introduction of an item for decision on the Agenda as governed by Article 26 as well as for the dissolution of the Association as governed by Article 36 both requiring a 2/3 (two thirds) majority. Abstentions are not counted.
- 4 A vote or an election can be secret if asked for by a Member of the Forum.
- 5 The Forum keeps a written record of its meetings.

Agenda items

Article 26

A decision on an item not on the Agenda can only be taken if 2/3 (two thirds) of the Members present at the Forum meeting so decide.

III.C. The Event Committees

Competences of the
Event Committee*

Article 27

1 An Event Committee is a (temporary) body installed in connection with a specific event organized by the Association.

2 The Event Committee in particular:

- a. is in charge of organizing designated events and initiatives, including but not limited to:
 - biannual retreats for the Association;
 - topical meetings;
 - internships;
- b. may form external committees to help organize events (program committees, prize committees, etc...);
- c. may seek external funding and sponsoring for its event;
- d. submits a financial report to the SC for each event;
- e. ensures that any remaining funds remain in the general events fund of the Association.

Elections, Term of
office*

Article 28

1 The composition of an Event Committee is proposed by the Forum and confirmed by the SC.

2 The Forum may propose a participant to an Event Committee who is not a member of the Association.

3 Each Event Committee has a president chosen among the members of the Forum and confirmed by the SC.

4 There may be more than one Event Committee in effect at any time depending on the number of active events.

Agenda items

Article 29

The Event Committee may convene at any time as required by the event it oversees.

Dissolution

Article 30

Each Event Committee is automatically dissolved once the event it oversees is terminated, and a financial report has been received and accepted by the SC.

III.D. The Control Organ

Control organ*

Article 31

¹ The audit is carried out by either 2 (two) Full Members of the Forum (outside the SC) or a legal person, designated by the SC.

² The audit examines the balance sheet and the annual account, reports to the SC for the attention of the Forum, and proposes the discharge of the Treasurer.

IV. FINANCES

Financial year

Article 32

The financial year coincides with the calendar year.

Contributions and Liability*

Article 33

¹ The Membership fee is limited and proposed by the SC and decided upon by the Forum.

² Honorary members do not pay dues to the Association.

³ There is no personal liability of the Members with respect to the obligations of the Association.

Funds, accounting*

Article 34

- 1** The Membership fees serve to pursue the goals of the Association.
- 2** The Association may accept donations, grants and sponsorships.
- 3** Profits generated by events are to be used exclusively for implementing the goals of the Association.
- 4** All revenue and the capital of the Association are to be used exclusively for implementing the goals of the Association.
- 5** The Association establishes a balance and a profit and loss statement, as per 31 December of each year.

V. MODIFICATIONS OF THE STATUTES AND DISSOLUTION

Modification of the statutes *

Article 35

The Statutes can be modified in accordance with Article 11/3

Dissolution

Article 36

The Association can be dissolved at any time if decided by the Forum. The corresponding proposal must be put on the agenda of the Forum; it necessitates the usual quorum (as defined in Article 26; par.2) and the approval of at least 2/3 (two thirds) of the voting Members present – including the proxy votes – abstentions are not counted.

Liquidation

Article 37

The SC liquidates the Association. The capital remaining is to be transferred to a Swiss body with the same or similar goals. Such a body is to be determined by the Forum at that time. Reimbursement of capital to Members or donors is excluded.

VI. FINAL PROVISIONS

Adoption

Article 38

These Statutes enter into force at the day of their adoption by the **Forum**.

Tribunal

Article 39

All legal disputes regarding the present Statutes and the By-Laws shall be submitted to the competent tribunals in the canton of Geneva.

Language

Article 40

The working language of the SC, the Forum and the Event Committees is English.

The original French version shall prevail.

Place and date of the constituent meeting of the Association: Geneva, March 21, 2023

Prof. Robbie Loewith
President of the Constitutive Assembly