

# SARIT - Swiss Association for Research in Information Technology

## Statutes, version of October 8, 2009

### I Name and Seat

Art. 1 <sup>1</sup> ‘Swiss Association for Research in Information Technology’ or SARIT is the name of a non-profit, science oriented association according to Art. 60 of the Swiss Civil Code.

<sup>2</sup> The seat of SARIT shall be at the professional location of its President.

### II Purpose

Art.2 <sup>1</sup> SARIT’s purpose is the promotion of Computer Science and related areas by strengthening corresponding research and development in Switzerland, especially through international cooperation and technology transfer into applications.

<sup>2</sup> In line with its purpose, SARIT represents the interests of Swiss Computer Science research towards other research centres and organisations engaged in European cooperation, especially with those in the European Research Consortium for Informatics and Mathematics (ERCIM).

<sup>3</sup> SARIT shall, in line with its purpose,

a. cooperate with, or participate in, other international and foreign institutions and organisations, especially with the International Computer Science Institute in Berkeley (ICSI),

b. conduct, mandate or participate in research and development projects,

c. organise events and courses, usually in cooperation with SARIT members.

### III Membership

Art.3 *Membership categories*

<sup>1</sup> SARIT shall be composed of individual, corporate, free and honorary members.

<sup>2</sup> *Individual members* are persons leading Computer Science research and development activities.

<sup>3</sup> *Corporate members* are scientific research institutes, organisations and public administrations performing or mandating research and development activities in Computer Science. Corporate members shall be represented in SARIT by individuals acting as delegates.

<sup>4</sup> *Emeriti* are persons having been SARIT members or delegates for at least four years but no longer meeting the requirements of Art. 2 or 3.

<sup>5</sup> *Honorary members* are persons with exceptional merits in serving SARIT’s objectives.

Art.4 *Admission*

<sup>1</sup> Candidates to become an individual or corporate member of SARIT shall send a written application to the Board. The Board decides on the admission. Membership starts after the admission decision.

<sup>2</sup> Individual membership shall also be provided to professors in universities recognised by the Confederation who pay the annual fee.

<sup>3</sup> Emeriti shall be appointed by the Board.

<sup>4</sup> Honorary members shall be appointed by the Administrative Assembly.

Art.5 *Resignation*

<sup>1</sup> Resignation from membership shall take place at year end only. Written notifications of resignation shall be submitted to the Board in advance.

<sup>2</sup> Members disobeying SARIT's Statutes, in particular by neglect of financial obligations, can be expelled by the Board.

Art.6 *Membership Dues Duration*

Members owe dues depending on the duration of their membership.

**IV Organisation**

Art.7 The offices of SARIT shall be

- a. the Administrative Assembly,
- b. the Board,
- c. the Auditor,
- d. the Supporting Entities for participations.

Art.8 *Administrative Assembly*

<sup>1</sup> The Administrative Assembly shall be the supreme authority of SARIT.

<sup>2</sup> The Administrative Assembly shall take place every year in the second quarter. The Board or one fifth of the members can call an extraordinary Administrative Assembly.

<sup>3</sup> Administrative Assembly decisions shall be recorded in its minutes.

Art.9 *Invitation to the Administrative Assembly*

<sup>1</sup> The Administrative Assembly shall be convened by the Board at least four weeks in advance through an invitation accompanied by the agenda topics.

<sup>2</sup> Proposals to these agenda topics shall be submitted to the Board at least 14 days before the Assembly date.

<sup>3</sup> An Administrative Assembly convened according to the Statutes is always able to decide on agenda topics.

Art.10 *Duties of the Administrative Assembly*

The Administrative Assembly is competent for

- a. the election of Board members and Auditor,
- b. the approval of the annual reports of the President and the Supporting Entities as well as of the minutes of the last Administrative Assembly,
- c. the approval of the annual accounts of SARIT and of special accounts of Supporting Entities according to Art.17, cognizant of the Auditor's reports,
- d. the approval of SARIT's budget,
- e. the establishment and dissolution of Supporting Entities,
- f. the handling of appeals against Board decisions regarding membership according to Art. 4, para. 1, and Art. 5, para. 2.
- g. modifications of the Statutes and the dissolution of SARIT.

Art.11 *Voting rights at the Administrative Assembly*

<sup>1</sup> Voting rights are held by present or represented individual members and delegates of corporate members.

<sup>2</sup> Individual members can only be represented by other members of the same university or research organisation. Individual members representing other members shall,

at the beginning of the Administrative Assembly, give to the President a list of the represented members.

<sup>3</sup> Individual members have one vote, corporate members ten votes. Emeriti and honorary members have only advisory votes.

<sup>4</sup> The Administrative Assembly takes decisions by the simple majority of votes. In case of equality, the President shall decide, with the reservation of para. 5.

<sup>5</sup> Modifications of the Statutes require a two-thirds majority of all votes of present or represented members.

Art.12 *Board composition*

<sup>1</sup> The Board shall be composed of the President, the Scientific Coordinator and up to one additional member per participating university or research organisation.

<sup>2</sup> They shall be elected by the Administrative Assembly for two years and may be re-elected.

<sup>3</sup> They can be individual members or emeriti or delegates of corporate members.

<sup>4</sup> In all other aspects, the Board shall itself decide about its establishment.

Art.13 *Duties of the Board*

<sup>1</sup> The Board shall conduct SARIT's operations in all areas except those reserved to the Administrative Assembly.

<sup>2</sup> Among the Board's duties are explicitly

- a. the preparation of the Administrative Assembly and the execution of its decisions,
- b. conclusion, cancellation and supervision of contracts for SARIT and its Supporting Entities, (•••)
- c. the scientific coordination between SARIT members and Supporting Entities according to Art 16, para. 1, for programmes, projects and exchanges,
- d. the financial operations of SARIT,
- e. the nomination of officers and the approval of the bylaws of Supporting Entities,
- f. the supervision of all financial responsibilities of Supporting Entities with Separate Accounts,
- g. the admission and expulsion of members, with the reservation of decisions by the Administrative Assembly according to Art. 10, lit. f, (•••)
- h. to act as Supporting Entity for the participation in ERCIM.

<sup>3</sup> The Board can install committees for special duties. It shall inform the Administrative Assembly accordingly.

<sup>4</sup> The Board shall operate an office for the dissemination of information and administrative purposes and a financial office. (•••)

<sup>5</sup> The Board shall represent SARIT and its Supporting Entities to the outside world. It shall define those persons who can legally sign for SARIT.

Art.14 *Board operation*

<sup>1</sup> The Board shall meet when needed.

<sup>2</sup> The invitations shall normally come from the President in writing with the agenda at least 10 days prior to the meeting date. The Board can decide on other invitation means (e-mail, etc.)

<sup>3</sup> The Board shall be able to conduct business when the majority of its members are present or directly connected to the meeting through telecommunication. Decisions shall be taken by absolute majority of its members. (•••)

<sup>4</sup> A decision approved by all Board members by written ballot shall be a decision as defined in para. 3.

<sup>5</sup> The Board shall record its decisions in minutes.

Art.15 *Auditor*

<sup>1</sup> One Auditor shall be elected by the Administrative Assembly for two years.

<sup>2</sup> The Auditor shall inspect the accounts of SARIT and of the Supporting Entities according to Art. 17 and report about them to the Administrative Assembly.

**V Supporting Entities for participations**

Art.16 *General rules for Supporting Entities*

<sup>1</sup> A participation is a cooperation with an-other organisation or institution based on a contract.

<sup>2</sup> Each such participation shall be managed by a Supporting Entity. This Supporting Entity shall be responsible for the optimal utilisation of the participation and ensure the professional cooperation.

<sup>3</sup> A Supporting Entity shall be established and dissolved by the Administrative Assembly. The Board shall appoint individual members and/or delegates of corporate members as officers of the Supporting Entity and shall appoint its president; the reservation of Art. 17, para. 5, holds.

<sup>4</sup> Each Supporting Entity shall define its bylaws, to be approved by the Board, and shall report annually to the Administrative Assembly on its activities.

<sup>5</sup> For the participation in ERCIM, the Board itself shall act as Supporting Entity.

Art.17. *Supporting Entities with Separate Accounts (in particular for ICSI)*

<sup>1</sup> The Administrative Assembly can authorise a Supporting Entity to handle its accounts independently from SARIT's accounts, provided that this independence promotes SARIT's objectives, that any indebtedness can be excluded and that potential profits are to the benefits of SARIT, at least in the long range. Such separate accounts shall be subject to auditing according to Art.10, letter c, and Art.15, para 2.

<sup>2</sup> A Supporting Entity with Separate Accounts shall be established for any large participation, particularly that in ICSI or with yearly commitments over CHF 50'000.-.

<sup>3</sup> A Supporting Entity with Separate Accounts shall be based on secure financial resources to be able to meet the obligations of its participations by its own means.

<sup>4</sup> A Supporting Entity with Separate Accounts shall be able to disclose its resources and commitments on demand anytime and to cancel valid contracts in time to avoid any type of indebtedness. In case of risk of indebtedness, the Supporting Entity shall request the Board sufficiently in advance to cancel the involved contracts.

<sup>5</sup> Someone contributing 20% or more to the financial resources of a Supporting Entity with Separate Accounts shall elect a corresponding number of officers in this Supporting Entity. The Board shall elect the officers representing contributions from other research funds and from SARIT. Voting rights within the Supporting Entity shall correspond to the financial contributions.

<sup>6</sup> The bylaws of the Supporting Entity shall secure para. 3, 4 and 5 above.

## **VI Finances**

### **Art.18 *General rules***

<sup>1</sup> The revenue of SARIT shall be the members' annual dues, contributions from institutions supporting research activities, compensations for services, donations from sponsors and services rendered to SARIT free of charge.

<sup>2</sup> SARIT's expenses shall be contributions to international organisations and projects, expenses related to SARIT events, as well as travel and clerical expenses related to scientific and administrative operations.

<sup>3</sup> The accounting period is the calendar year.

### **Art.19 *Annual dues***

<sup>1</sup> Individual members shall pay an annual due of CHF 100.-.

<sup>2</sup> Corporate members shall pay an annual due of CHF 5'000.-.

<sup>3</sup> Free and honorary members shall not pay dues.

<sup>4</sup> There shall be no other financial obligations for members; but also there shall be no distribution of SARIT assets to members.

### **Art.20 *Finances of a Supporting Entity with Separate Accounts***

<sup>1</sup> A Supporting Entity with Separate Accounts shall be financed by contributions from corporate members and from institutions supporting research activities.

<sup>2</sup> Expenses of a Supporting Entity with Separate Accounts shall consist of contractually regulated payments for participations as well as related travel and administrative expenses.

<sup>3</sup> The financial management of Supporting Entities with Separate Accounts shall be taken care of by SARIT's financial office.

## **VII Dissolution of SARIT**

**Art.21** <sup>1</sup> The dissolution of SARIT shall be decided by the Administrative Assembly similarly as a modification of the Statutes.

<sup>2</sup> In case of dissolution, SARIT assets shall be transferred to an association pursuing a similar purpose as SARIT or to the Swiss National Science Foundation.

## **VIII Transitional arrangements**

**Art.22** <sup>1</sup> The present Statutes were approved by the Administrative Assembly on 17 March 1998 in Bern and changed on 2 April 2003 and on 8 October 2009 in Bern; in each case they came into force immediately.

<sup>2</sup> They replace the Statutes of 19 December 1989 establishing the 'Schweizerische Gesellschaft zur Förderung der Informatik und ihrer Anwendungen', SARIT's predecessor. (•••)

(•••) This sign indicates small differences between the English and the approved German text of this Statutes where a literal translation is unsuitable or an error exists.