

ARTICLES OF INCORPORATION

Last updated: June 2022

1. GENERAL PROVISIONS

1.1. Name and registered office

The SCHWEIZERISCHE GESELLSCHAFT FÜR HANDREHABILITATION (Swiss Society for Hand Rehabilitation, SGHR), la SOCIETE SUISSE DE REEDUCATION DE LA MAIN (SSRM), founded on March 1, 1990, is a non-profit association within the meaning of Article 60 et seq. of the Swiss Civil Code.

The society's registered office is in Bern.

The SGHR/SSRM is politically independent and denominationally neutral.

1.2. Purpose

The SGHR/SSRM is committed to the promotion and quality assurance of hand and upper extremity rehabilitation.

The SGHR/SSRM is the first point of contact for specialist requests and professional networking of experts in hand rehabilitation in Switzerland.

The SGHR/SSRM is a non-profit and service-oriented professional association that brings together occupational therapists and physiotherapists in the field of hand rehabilitation. Its members promote and demand high-quality services.

1.3. Association year




The association year corresponds to the calendar year.

1.4. Participation in other organizations

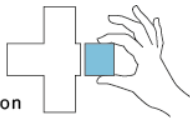
The SGHR/SSRM may establish regional sections and be a member of other organizations with the same objective (e.g. the "European Federation of Societies for Hand Therapy" and the "International Federation of Societies for Hand Therapy").

1.5. Association funds

They are made up of:

-  Membership fees
-  Revenue from own events
-  Donations and contributions of all kinds

If a new member joins the SGHR/SSRM between January 1 and June 30, the member pays the full membership fee; if a new member joins the SGHR/SSRM between July 1 and December 31, the member pays half of the membership fee.



2. MEMBERSHIP

The SGHR/SSRM has five categories of membership:

2.1 Active members

- ✎ Qualified occupational therapists and physiotherapists with a diploma officially recognized in Switzerland are accepted as active members.
- ✎ Active members are expected to participate regularly in further education and training courses and in the Members' Meeting.
- ✎ An annual membership fee is payable.
- ✎ Active members are entitled to vote at the Members' Meeting and can be elected to the board.

2.2 Passive members

- ✎ Individuals and professional associations who are interested in hand and upper extremity rehabilitation but do not meet the admission requirements listed in Art. 2.1 (active members) are admitted as passive members (other occupational group, students of occupational therapy/physiotherapy).
- ✎ The passive members have an advisory vote at the Members' Meeting. They do not have election or voting rights and are not eligible for election to the board.
- ✎ They pay the same annual fee as active members.

2.3 Sponsor members

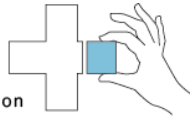
- ✎ Any natural or legal person wishing to significantly support the SGHR/SSRM may become a sponsor member.
- ✎ The contribution is at least four times the annual fee of active members
- ✎ Rights and obligations are set out in the sponsorship regulations
- ✎ Sponsor members do not have election or voting rights and are not eligible for election to the board.

2.4 Patrons

- ✎ Patrons are natural or legal persons who support the SGHR/SSRM financially but do not pay an annual fee.
- ✎ Patrons do not have election or voting rights and may not be elected to the board.

2.5 Honorary members

Honorary members have the election and voting rights insofar as they meet the conditions for active membership. They do not pay a membership fee. Honorary members may be nominated by the board and appointed by the Members' Meeting on the basis of extraordinary performance.



2.6 Admission

Interested active and passive members submit their application for membership to the board in writing. The board is responsible for admitting interested parties. There is no right of admission.

2.7 Departure

It is possible to leave the club as of December 31. The letter of departure must be sent in writing (e-mail possible) to the secretariat of the SGHR/SSRM at least three weeks before the ordinary Members' Meeting at the annual congress in November each year. The full membership fee must be paid for the current year.

2.8 Exclusion

By resolution of the board, anyone who has seriously violated the interests of the association or acted in a way which has a significant negative impact where its requests are concerned shall be excluded. There is also an automatic exclusion in the event of non-payment of the membership fee.

3. GOVERNING BODIES

3.1 Corporate bodies

- ⤴ the Members' Meeting
- ⤴ the Board
- ⤴ the Auditors

4. MEMBERS' MEETING

4.1 The Members' Meeting is the supreme body of the SGHR/SSRM.

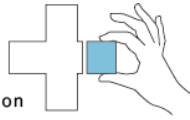
4.2 Convening members

The Members' Meeting shall be convened at least once a year (at the SGH/SGHR Congress) or at any time upon invitation of the board or at the written request of 1/5 of the members, specifying the business to be dealt with. The meeting must take place no later than six weeks after receipt of the request.














The list of agenda items is attached to the written invitation to the Members' Meeting. Invitations are sent out by the board at least four weeks before the Members' Meeting. E-mail invitations are valid.

Whenever possible, the Members' Meeting is held in person. If, in justified exceptional cases, it is not possible to hold a Members' Meeting on site, a written resolution may be passed by circular letter (by letter, email or electronic voting platform) or the Members' Meeting may be held virtually.

Substantive motions to be added to the agenda must be submitted in writing (e-mail possible) to the board at least six weeks before the Members' Meeting.



4.3 Powers

-  Election of vote counters
-  Approval of the agenda
-  Approval of the minutes of the last Members' Meeting
-  Approval of the annual report of the board
-  Approval of the accounts for the past financial year
-  Approval of the actions of the corporate bodies
-  Resolution on the amount of the annual membership fee at the suggestion of the board
-  Approval of next year's budget
-  Approval of the expenses and remuneration regulations
-  Election of the members of the board and the auditors
-  Passing resolutions on agenda items of the board or members
-  Decision on amendments to the Articles of Incorporation
-  Dissolution of the Association

Each duly convened Members' Meeting is quorate regardless of the number of members present.

4.4 Voting procedure

For elections and for the adoption of resolutions, a simple majority of the votes cast of the members entitled to vote is required. In the event of a tie, the Chair has the casting vote. Whenever possible, open voting shall take place. If a meeting is held online, voting is also possible anonymously.

At the request of at least five members present, a secret ballot may be held on a specific agenda item/elections.

Members may submit motions of order at any time during the meeting. These must be voted on immediately.

Minutes of the resolutions are kept.

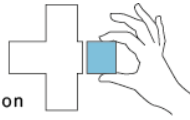
5. BOARD

The board consists of at least five members, who are elected by the Members' Meeting for a term of two years.











The members of the board are eligible for re-election.

The board is self-constituting. The board has all powers that are not transferred to another governing body by law or in accordance with these Articles of Incorporation. The board meets as often as business requires. Each member of the board may request that a meeting be convened, stating the reasons. If no board member requests oral deliberation, resolutions are valid by circular letter (including email). In principle, the board works on a voluntary basis and is entitled to reimbursement of actual expenses and moderate remuneration in accordance with the expenses and remuneration regulations.

The board is relieved of the obligation to pay a membership fee (including BATH subscription).



5.1 Tasks

-  Management of the general activities of the association
-  Planning and definition of annual targets
-  Convening the Members' Meeting, drawing up the agenda
-  Financial management of the association
-  Review and decision on admission applications submitted
-  Appointment of SGHR delegates to other organizations
-  Proposal on the amount of the annual fee at the Members' Meeting
-  External representation
-  Appointment and dissolution of committees/working groups/mandates
-  In order to achieve the goals of the association, persons may be hired or commissioned for appropriate remuneration.

5.2 Voting procedure

The board passes its resolutions by a simple majority. In the event of a tie, the Chair has the casting vote.

6. AUDITORS

The auditing body consists of two auditors or a fiduciary office.
They audit the annual financial statements and carry out at least one audit each year. They report to the board for the attention of the Members' Meeting.
The term of office is two years. Re-election is possible.

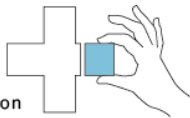
7. TRANSITIONAL AND FINAL PROVISIONS

7.1 Amendments to the Articles of Incorporation

Any amendment to these Articles of Incorporation must be approved by at least a two-thirds majority of the members present with voting rights at the Members' Meeting.

7.2 Dissolution of the association

The dissolution of the association can only be decided by a Members' Meeting. This requires at least a two-thirds majority of the members present with voting rights.
The Members' Meeting shall decide on the appropriation of any credit balance of the association's assets.



8. LIABILITY

8.1 Liabilities of the association

The association's assets are liable for the association's liabilities.

Concluding remark:

In the event of any discrepancies between the German, French and English texts, the German text shall prevail.

The revision of the Articles of Incorporation was approved at the Members' Meeting on November 25, 2022.