

SwissRITA

1. Name and Legal Seat of the Association

"SwissRITA" is an association in the sense of Art. 60 ff. ZGB with its legal seat in Zurich. It is politically independent and religiously neutral.

2. Aim and Purpose

SwissRITA is an association of health care professionals and patients' organizations. Its aim is to continuously improve the situation of patients with rare immunological diseases and it strives for the following goals:

- All patients with rare immunological diseases living in Switzerland have access to adequate diagnostics and state-of-the-art therapy.
- Expert guidelines for diagnosis and treatment are established or endorsed to be shared across Switzerland
- A network of health care professionals with existing patients' organizations is set up and is continually developing
- Visibility of competences of the SwissRITA network and its members

The association is exclusively non-profit-making and does not pursue any profit-making or self-help purposes. The organs are active on an honorary basis.

3. Financial Means

The association has the following means at its disposal for the pursuit of its objectives:

- Membership fees
- Donations and grants of all kinds

Membership fees are set annually by the general assembly.

4. Membership

Membership is open to natural persons (individual members) and legal entities (institutional members) whose objectives are in line with the purpose of the association.

Each member has voting rights with one vote per member.

Admission to the association may be made at any time; applications for admission shall be addressed to the board, which can propose the admission of new members to the general assembly; the final decision on admission shall be taken by general assembly.

5. Termination of Membership

Membership shall expire

- in the case of individual members by resignation, expulsion or death.
- in the case of institutional members by resignation, exclusion or dissolution of the legal entity.

6. Resignation and Exclusion

Resignation from the association is possible at any time by notifying the board. The full membership fee shall be paid for the year in question. With the resignation the right to vote at the general assembly expires.

A member may be expelled from the association at any time for violation of the statutes or offences against the aims of the association. The general assembly shall decide on the exclusion and its terms. The member concerned shall in any case be entitled to a hearing before exclusion. The member may appeal against the exclusion decision at the next general assembly.

If a member fails to pay the membership fee despite two reminders, he/she may be excluded by the board without further ado.

8. Organs of the Association

The organs of the association are:

- the general assembly
- the board

9. The General Assembly

The supreme body of the association shall be the general assembly. An ordinary general assembly shall be held annually, in the first 6 months of the year. The board may allow resolutions to be passed by means of an electronic voting platform or in writing.

Members shall be invited to the annual general assembly in writing at least 60 days in advance, stating the preliminary agenda. Invitations sent electronically are valid. Motions from members for additional business for the attention of the general assembly must be submitted to the board in writing and with reasons at least 40 days in advance. The final agenda shall be sent 30 days in advance. Motions on individual agenda items must be able to be made at the meeting when they are discussed.

The board or 1/5 of the members may at any time request an extraordinary general assembly to be convened, stating the purpose of the meeting. The meeting shall be held no later than 30 days after receipt of the request.

The general assembly has the following inalienable duties and powers:

- Approval of the minutes of the last general assembly.
- Approval of the annual report of the board
- Acceptance of the auditors' report and approval of the annual budget
- Discharge of the board
- Election of the president-elect and the other members of the board as well as the treasurer and auditors, as required. Confirmation of the president.
- Determination of the membership fee
- Approval of the program of activities
- Adoption of resolutions on motions of the board and the members
- Amendment of the Statutes
- Decisions on the expulsion of members.
- Decisions to dissolve the association and the use of the liquidation proceeds.

Any general assembly duly convened shall constitute a quorum irrespective of the number of members present.

The members shall pass resolutions by a simple majority of the votes cast. In the event of a tie, the Chairperson shall have the casting vote.

Amendments to the statutes require the approval of a 2/3 majority of those voting.

The minutes record what decisions have been made during the general assembly

10. The Board

The board shall consist of 5 to 9 persons.

Structure of the board:

- max. 2 members from the same reference center
- the major Swiss language regions shall be represented
- at least 1 member representing each founding medical specialty of SwissRITA (i.e. pediatric immunology, pediatric rheumatology, adult immunology and adult rheumatology)
- at least 1 representative of a patients' association

The executive board consists of the president, the president-elect, the past president and the treasurer. The term of office shall be 2 years. Re-election is permitted for the treasurer for one term.

The executive board shall manage the operational business and report to the board.

The board constitutes itself to achieve the strategic goals of the association.

This may include:

- define processes and procedures
- define specific agendas for e.g. a business year
- appoint working groups (specialist groups).
- employ or commission persons for appropriate compensation (in accordance with labour law) to achieve the objectives of the association.
- further tasks and competences of the board

The board shall meet as often as business requires. Any member of the board may request a board meeting, stating the reasons.

The board shall have all competences, which have not been delegated to any other body of the association by law or by these statutes.

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

The board is active on an honorary and unpaid basis.

11. The Auditors

An internal and an external auditor are proposed by the board and approved by the general assembly for the current year.

The general assembly shall elect one internal and one external auditor. The external auditor can be a legal entity to audit the accounts and carry out a spot check at least once a year.

The auditors shall report to the board for the attention of the general assembly.

The term of office shall be 2 years. Re-election is permitted.

12. Signatory Authority

The association shall be bound by the collective signature of the president together with one other member of the board.

13. Liability

Only the association's funds shall be liable for the debts of the association. None of the members shall incur any personal liability.

14. Dissolution of the Association

The dissolution of the association may be decided by resolution of an ordinary or extraordinary general assembly by a simple majority vote of the members voting.

In the event of dissolution of the association, the remaining assets of the association, after all obligations are met, shall be transferred to a tax-exempt organization in Switzerland which pursues the same or a similar purpose. The distribution of the association's assets among the members is excluded.

15. Entry into force

These statutes were adopted at the founding meeting of 30 August 2023 and come into force on the 01 November 2023.

The founding members:

Name:	Place, Date:	Signature:
Dr. Géraldine Blanchard-Rohner	<u>Genève 15.10.23</u>	<u>G. Blanchard-Rohner</u>
Prof. Dr. Fabio Candotti	<u>Lausanne, 18.10.2023</u>	<u>[Signature]</u>
Claudia Fässler	<u>Buchs, 25.10.2023</u>	<u>[Signature]</u>
Dr. Thomas Hauser	<u>Zürich, 23.10.23</u>	<u>[Signature]</u>
PD Dr. Thomas Neumann	<u>St. Gallen 20.10.23</u>	<u>[Signature]</u>
Prof. Dr. Jana Pachlopnik Schmid	<u>Zurich, 05.10.2023</u>	<u>[Signature]</u>
Prof. Dr. Johannes Roth	<u>Luzern, 06.10.2023</u>	<u>[Signature]</u>