

FOUNDATION REGULATION

Swiss Church Aid (HEKS/EPER)



This Foundation regulation is adopted pursuant to the Constitution of the Foundation.

In gender-specific designations, the male form is used to refer to persons of both genders.

I. General

Art. 1 Purpose

The Foundation performs its purposes in compliance with the Constitution of the Foundation.

Art. 2 Public-interest purpose

¹ The Foundation pursues public-interest purposes to the exclusion of all others. It seeks profit neither for itself nor for the churches and persons who support it. In addition, the Foundation does not pursue any activities for the purposes of self-help.

² The Foundation uses its financial resources solely to perform the tasks stipulated in the Foundation Constitution and for the maintenance of the administration and infrastructure necessary to accomplish these tasks.

³ The Foundation keeps expenditure on administration and infrastructure to a minimum and avoids unnecessary expenditure.

Art. 3 Alliance with Federation of Swiss Protestant Churches

¹ The Foundation performs its tasks on behalf of, and in cooperation with, the Federation of Swiss Protestant Churches (SEK) and its member churches.

² Only after prior discussion with the SEK Board, may the Foundation publish a position paper in its own name or in cooperation with other institutions on popular votes concerning initiatives and on referenda. If no agreement is reached, the Foundation Board may take a public position of its own with the assent of two-thirds of all the Foundation Board members.

Art. 4 Cooperation with other institutions

¹ The Foundation works in an ecumenical manner with other ecclesiastical institutions and with churches, grass roots movements and agencies of other religious confessions in Switzerland and elsewhere, and also with other

public and private aid organisations and with appropriate departments of the Swiss Confederation.

² It coordinates its activities with those institutions as far as possible.

II. Organisation

Art. 5 Official bodies

¹ The official bodies of the Foundation are

- a) the Foundation Board;
- b) the SEK Assembly of Delegates;
- c) the SEK Board;
- d) the auditors.

² Natural persons who are members of an official body of the Foundation shall leave that body with effect from the end of a calendar year if

- a) they were elected to that body because of their membership of a particular entity and no longer belong to that entity;
- b) have reached their 70th birthday (although the electoral body may decide on exceptions).

³ When elections are held, the electoral bodies shall ensure a balanced distribution of both genders and of the linguistic regions of Switzerland.

⁴ The members of the bodies named pursuant to letters a to c above are entitled to the refund of their actual expenses and cash disbursements.

Art. 6 Foundation Board: Proceedings

¹ As often as business so requires, the Foundation Board will be convened and led by the Chairperson or, if he is unable to attend, by the Vice-chairperson. It shall, however, meet at least once each year.

² It shall have a quorum if a majority of its members are present.

³ The Foundation Board shall take its decisions by a majority of the votes cast by the Board members who are present. In the event of a tied vote, the Chairperson shall have a second vote (casting vote).

⁴ Decisions on a proposal made may also be taken by correspondence (post, fax, e-mail, etc.) unless a member of the Foundation Board asks for an oral discussion. A decision is accepted if a majority of all the Foundation Board members agree to it. Decisions taken by correspondence must also be recorded in the minutes.

⁵ Items which do not appear on the agenda may only be discussed if all the Foundation Board members present agree to do so. A majority of all the Foundation Board members must be secured in order to reach decisions on such matters.

⁶ The Foundation Board writes minutes of its proceedings and decisions. For this purpose, the Foundation Board may appoint a secretary who need not necessarily be a member of the Foundation Board.

Art. 7 Foundation Board: terms of reference

¹ The Foundation Board ensures that the goals of the Foundation are pursued sustainably, in accordance with its purposes and in collaboration with the SEK and its member churches.

² The Foundation Board discusses and takes decisions on matters of fundamental importance and performs the tasks stipulated in the Constitution of the Foundation.

³ In this framework it is also responsible for:

- a) defining details of the organisational structure and management principles;
- b) determining authorisation to sign on behalf of the Foundation;
- c) appointing committees and working groups;
- d) determination of the rules of service and payment.

⁴ The Foundation Board takes decisions on all other matters which are not assigned to a different body by this regulation or by the Foundation Constitution or which are not vested in the supervisory authority.

⁵ The Foundation Board develops relations with the churches, ecclesiastical institutions and other organisations.

Art. 8 SEK Assembly of Delegates

The SEK Assembly of Delegates performs the tasks stipulated in the Foundation Constitution.

Art. 9 SEK Board

¹ The SEK Board performs the tasks stipulated in the Foundation Constitution.

Art. 10 Directorate

¹ The Foundation Board appoints at least three persons to form the directorate and serve for a period of four years.

² The directorate takes care of current business within the framework of the instructions and decisions and under the supervision of the Foundation Board.

³ It maintains relations with churches, ecclesiastical institutions and other organisations.

⁴ The details are defined in the rules of procedure.

Art. 11 The management control committee

¹ The Foundation Board shall appoint at least three persons to serve as members of the management control committee for a term of four years.

² The management control committee examines the management of the Foundation and performs the following particular tasks:

- a) general monitoring of compliance with the statute, contracts and regulations;
- b) monitoring of use of the resources in compliance with the decisions, the budget and the statutes;
- c) drafting of the annual report for the attention of the Foundation Board and for information of the SEK Board.

Art. 12 Committees and working groups

¹ The Foundation Board may appoint committees and working groups and the directorate may set up working groups to deal with specific issues. A member of a committee or working group who has reached his 70th birthday shall resign at the end of the calendar year concerned, even if the current term of office has not yet been completed (but the Foundation Board may decide on exceptions).

² The appointing body shall define their tasks and length of the term of office.

³ Committee and working groups shall submit their results to the appropriate body and make proposals to the latter as necessary. They are not authorised to represent the Foundation in relation to third parties.

III. Provisions under the law on assets

Art. 13 Funds

¹ The financial resources used to achieve the purpose of the Foundation consist of:

- a) the proceeds of collections;
- b) contributions from collections of the foundation «Bread for All»;
- c) contributions by the SEK and member churches (basic contributions, additional contributions);
- d) contributions by the Swiss federal government or other domestic and foreign organisations;
- e) other donations by physical and legal persons;
- f) the revenue from assets.

Art. 14 Real property

The Foundation may acquire, build on, sell, mortgage, rent and rent out or lease and lease out real estate or parts thereof for the performance of its own tasks.

IV. Final and transitional provisions

Art. 15 Amendments to this regulation

¹ The Foundation Board may amend this regulation with the assent of the SEK Board, while safeguarding the provisions set out in the Foundation Constitution.

² The amendments must be submitted to the supervisory authority for approval.

Approved by the Assembly of Delegates of the SEK on 15 to 17 June 2003, amended on January 1, 2004.



**HEKS
EPER**

SWISS CHURCH AID (HEKS/EPER)

HEKS

Business Office
Seminarstrasse 28
Postfach
8042 Zürich

Tel. 044 360 88 00
Fax 044 360 88 01
info@heks.ch
www.heks-eper.org

EPER

Office for French-Speaking Switzerland
Chemin de Bérée 4A
Case postale 536
1001 Lausanne

Tel. 021 613 40 70
Fax 021 617 26 26
info@eper.ch
www.heks-eper.org