

Foundation Regulation

Swiss Church Aid (HEKS/EPER)



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EPER**
Bread for all.

1. Name, Registered office and objectives

Preamble

The Evangelical churches of Switzerland which have joined together to make up the Protestant Church in Switzerland (PCS) undertake, by following Jesus Christ, to take his commandment of love, which applies worldwide, seriously and to aim to achieve this through relevant actions. They jointly support the Foundation

Hilfswerk der Evangelisch-reformierten Kirche Schweiz (Entraide Protestante Suisse (EPER)) (Swiss Church Aid (HEKS/EPER))

as an initiative of PCS. The Foundation is made up of the merger between the "Brot für alle" Foundation and the "Hilfswerk der Evangelischen Kirchen Schweiz (HEKS/EPER)" Foundation.

The merger of the two institutions established in June 2003 aims to ensure the effective and efficient performance of the Foundation's objectives. It enables poverty, need and hunger to be continually combatted and adopts the Christian values of PCS.

Art. 1

Under the name of Hilfswerk der Evangelisch-reformierten Kirche Schweiz (HEKS)

(Entraide Protestante Suisse (EPER)) (Swiss Church Aid (HEKS/EPER)), a Foundation has been established in accordance with article 80 (eighty) et. seq. of the Swiss Civil Code.

The Foundation's registered office is in Zurich.

The Foundation is established for an unlimited period.

Art. 2

With the aim of enabling people to escape from poverty, need and hunger, the Foundation is committed to activities in Switzerland and abroad in the areas of development cooperation, humanitarian and disaster aid, refugee aid, social welfare work and inter-church cooperation. The Foundation provides information and raises public awareness and conducts development and social policy activities.

The Foundation raises funds for these purposes and ensures the evaluation, assessment and support of projects.

The Foundation may perform all activities that fall within the Foundation's objectives or are directly related to them. The Foundation performs its tasks on behalf of and in cooperation with PCS and the churches which make it up. To fulfil its objectives, it may cooperate with and support appropriate church, private and state institutions and organisations.

The Foundation performs its objectives in Switzerland and abroad. It only pursues charitable goals and does not pursue profit-making, self-serving or cultural objectives.

Art. 3

The Board of Trustees will lay down more detailed provisions about the Foundation's objectives and their implementation in a set of regulations. The regulations on the Foundation's objectives may not amend the objectives set out in the Foundation's articles of association. The regulations on the Foundations' objectives and their amendment require the approval of the PCS Board and must be submitted to the supervisory authority for inspection.

No legal entitlement to the Foundation's support exists.

2. Foundation assets

Art. 4

Assets can be obtained by generating its own revenue and contributions from donors or third parties.

Art. 5

The Board of the Trustees decides on the use and management of the Foundation's assets by exercising due consideration.

The funds obtained, the income from the Foundation's assets and, if necessary, the Foundation's assets themselves may be used to achieve the Foundation's objectives.

The Foundation's assets will be managed according to the principles of prudent, faithful and professional asset management, ensuring the requirements of financial security, risk distribution and appropriate returns and liquidity are met. The Board of Trustees may lay down more detailed provisions in a set of regulations.

3. Bodies of the Foundation

Art. 6

The bodies of the Foundation are:

- the Board of Trustees
- the PCS Synod
- the PCS Board
- the administrative office
- the auditor
- the Advisory Board(s) in the event of their appointment.

Art. 7

The Board of Trustees consists of at least six people of which one member of the Board of Trustees is appointed by the PCS Board and the others by the PCS Synod. The term of office and re-appointment are governed in the regulations.

If the appointment cannot be made by one of the two electoral bodies, this will not affect the right of appointment of the other electoral body. The right of appointment of the electoral body unable to make the appointment will be exercised by the Board of Trustees (cooptation). This applies for as long as the electoral body concerned is unable to make appointments.

If an appointment cannot be made by the PCS Board and PCS Synod, the Board of Trustees will appoint its own new members (cooptation). This will apply for as long as the PCS Synod and PCS Board are unable to make appointments.

The President is appointed by the PCS Synod. The Board of Trustees is also self-constituting. If the PCS Synod is unable to appoint the President, the Board of Trustees will appoint a President.

The PCS Synod and the PCS Board are entitled to dismiss a member of the Board of Trustees before the end of the term of office for good cause. The Board of Trustees has this right of dismissal for good cause in relation to co-opted members in accordance with art. 7 section 2 and 3.

Art. 8

The Board of Trustees manages the Foundation in accordance with the wishes of the founders set out in its articles of association and represents it externally. It exercises all powers which are not expressly assigned to another body in accordance with the Foundation's Regulation, any regulations and the law. The regulations govern the details.

The Board of Trustees governs the nature of signatory authority and designates the persons authorised to sign for the Foundation. They do not have to be members of the Board of Trustees.

The members of the Board of Trustees work in a voluntary capacity and are entitled to compensation for documented expenses and cash expenditure.

Art. 9

The Board of Trustees calls in the persons required to perform its tasks, implement its resolutions and to achieve the Foundation's objectives. In particular, it establishes an administrative office.

Art. 10

The PCS Synod performs the tasks assigned to it in accordance with the organisational regulations.

Art. 11

The PCS Board performs the tasks assigned to it in accordance with the organisational regulations.

Art. 12

The auditor is appointed by the Board of Trustees for a one-year term of office. Re-appointment is permitted.

The auditor must have the authorisation and independence provided for by law. He/she cannot be a member of another body of the Foundation, have an employment relationship with the Foundation or have close family relationships with members of the Foundation bodies or be a beneficiary of the Foundation.

Art. 13

The tasks of the auditor, namely the subject and scope of the audit and reporting to the Board of Trustees, are defined by law.

The auditor submits the Audit Report and the annual financial statements to the supervisory authority. The Board of Trustees submits the Foundation's Activity Report to the supervisory authority.

The Board of Trustees also submits the Audit Report and the annual financial statements – together with the Activity Report – to the PCS Board for acknowledgement. The PCS Board submits these documents to the PCS Synod for acknowledgement.

Art. 14

The Board of Trustees may set up one or several Advisory Boards for advice and support concerning the Foundation's objectives. It appoints the members and governs all other matters, namely the term of office and tasks of the Advisory Board(s).

Art. 15

The Board of Trustees lays down further provisions on the Foundation's organisation in organisational regulations. If required, it may also provide for further bodies, committees, an audit committee and a patronage committee. The regulations and amendments to them require the approval of the PCS Board and must be submitted to the supervisory authority for inspection.

4. Amendments to articles of association, merger and dissolution of the Foundation

Art. 16

The Board of Trustees is entitled to submit a proposal on amendments to the articles of association to the competent authority. The objectives of the Foundation must be maintained.

Proposals for substantial amendments to the articles of association require the prior approval of the PCS Synod.

The Board of Trustees is entitled to submit a proposal on a merger with another foundation to the supervisory authority. The proposal requires the prior approval of the PCS Synod.

Art. 17

The Foundation will be dissolved if its objectives become unattainable and cannot be maintained due to an amendment to the articles of association. The dissolution is carried out by order of the competent authority at the proposal of the Board of Trustees and after consultation with the PCS Synod.

The available Foundation assets will be donated to one or several other charitable, tax-exempt organisations with their registered office in Switzerland whose objectives are the same or as similar as possible to those of the Foundation. The Board of Trustees decides on their usage. However, restitution to the donors is excluded.



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