

Association Articles

ETH Women Professors Forum

I Name, registered address and objects

Article 1: Name and registered address

- 1 "*ETH Women Professors Forum*" is the name of an association within the meaning of Articles 60 ff. of the Swiss Civil Code (ZGB).
- 2 The Association has its official address in Zurich: ETH Women Professors Forum, 8000 Zurich.

Article 2: Objects

- 1 The objects of the Association are primarily:
 - a. To promote education and career opportunities for women in natural sciences, social sciences, engineering and architecture.
 - b. To reduce discrimination against women in education and professional environment.
 - c. To promote and support Swiss initiatives and the activities of the Equal Opportunities offices of ETH Zurich and EPFL.
 - d. To promote and support women in taking on strategically important positions up to and including top management positions within the ETH Domain, at universities, institutions and companies in Switzerland. To meet this objective the creation of a suitable corporate culture and work environment will be supported.
 - e. To promote the interests, inter-disciplinary collaboration and exchange of knowledge and experience between female professors of ETH Zurich and EPFL, and with female scientists, engineers and architects, both in Switzerland and internationally.
- 2 The Association pursues non-material objectives and does not pursue any commercial objects. It does not seek to generate a profit.
- 3 In order to achieve its objectives, the Association undertakes primarily the following activities:
 - a. Public events with poster presentations or panel discussions; workshops.
 - b. Seminars with speakers invited to talk on aspects relevant for prominent teaching and management functions.
 - c. During the spring and autumn semesters: presentations by members with discussion sessions; closed meetings.

- d. Exchange of knowledge and experience between female professors of ETH Zurich and EPFL, and with female scientists, engineers and architects, both in Switzerland and internationally.

II Membership

Article 3: **Members**

- 1 Membership can be granted to female professors of ETH Zurich and EPFL, to female researchers of the ETH Domain's research institutions holding a professor title at a Swiss Higher Education Institution (according to swissuniversities definition), and also to the female Heads of the Equal Opportunities offices of ETH Zurich and EPFL (with or without a professor title), who are ready to support the objects of the Association.
- 2 The Association has the following membership categories:
 - a. Active members with voting rights
 - b. Passive members without voting rights
- 3 Members join the Association as private individuals.

Article 4: **Active members**

Active members can be:

- a. Active female professors (full or associate professors, assistant professors or adjunct professors) who are employed at ETH Zurich or EPFL.
- b. Female researchers holding a professor title (full or associate professors, assistant professors or adjunct professors) at a Swiss Higher Education Institution (according to swissuniversities definition) who are employed at an ETH Domain's research institution.
- c. Female Heads of the Equal Opportunities offices of ETH Zurich and EPFL (with or without a professor title).

Article 5: **Passive members**

Passive members can be:

- a. Female professors (full or associate professors, assistant professors or adjunct professors) who were employed at ETH Zurich or EPFL.
- d. Female researchers holding a professor title (full or associate professors, assistant professors or adjunct professors) at a Swiss Higher Education Institution (according to swissuniversities definition) who were employed at an ETH Domain's research institution.

Article 6: **Admission**

- 1 Applications for admission may be submitted at any time. Written applications for admissions shall be addressed to the Chairwoman.
- 2 The Committee makes the final decision on the admission of new members.

Article 7: **Resignation**

- 1 Members wishing to resign at the end of the calendar year shall notify the Chairwoman in writing, giving three months' notice or by 30 September at the latest (date of receipt).
- 2 Members who have resigned are not entitled to any of the Association's assets.

Article 8: **Expulsion**

- 1 The Committee may expel members from the Association at any time if they no longer meet the admission criteria as stated in Article 3, or if they are not complying with their financial obligations – in other words, if they are not paying their membership fee despite repeated reminders –, or are infringing the Articles or are substantially contravening the Association's interests.
- 2 Prior to expulsion, the member in question shall be heard.
- 3 Expelled members can appeal to the General Meeting of members against their expulsion within 30 days of receiving the Committee's expulsion decision. The appeal must be submitted in written form by registered mail to the Chairwoman for the attention of the General Meeting of members.
- 4 The General Meeting of members will make the final decision regarding the appeal at its next meeting.
- 5 The appeal does not have a suspensive effect.
- 6 Members who have been expelled are not entitled to any of the Association's assets.

III **Resources**

Article 9: **Association's assets**

- 1 To achieve its objects, the Association has the following resources at its disposal:
 - a. Membership fees
 - b. Donations and voluntary contributions of all types
 - c. Proceeds from events
 - d. Surpluses

- 2 The Association's assets may only be used for the Association's objects, without exception.
- 3 Members, including those who have resigned or been expelled, are not entitled to any of the Association's assets.

Article 10: **Membership fees**

- 1 The annual membership fees payable to the Association are set each year by the General Meeting of members. The fee may not exceed CHF 100 per year.
- 2 Members who have resigned or been expelled must pay their membership fee until the end of the current calendar year.

Article 11: **Liability**

- 1 The Association's liabilities shall be met exclusively from its assets.
- 2 Personal liability on the part of members is expressly excluded.

IV Organisation

Article 12: **Bodies**

The Association's bodies are:

- a. the General Meeting of members
- b. the Committee
- c. the Auditor

Article 13: **General Meeting of members**

- 1 The General Meeting of members is the supreme governing body of the Association (Article 64 para. 1, Swiss Civil Code). It consists of all active members of the Association.
- 2 The Association will hold at least one ordinary General Meeting each year. The ordinary General Meeting must take place within the first four months of the calendar year. The meeting will take place in Zurich and Lausanne alternately, or at an intermediate location (e.g. Bern), or simultaneously in Zurich and in Lausanne with a video transmission.
- 3 The ordinary General Meeting will be convened in written (includes e-mail) by the Committee at least four weeks in advance, with the date, time, location and agenda. In special cases, this deadline may be reduced to two weeks.
- 4 Proposals for General Meeting must be submitted to the Chairwoman in writing (includes e-mail) at least two weeks before the General Meeting.

- 5 Extraordinary General Meetings must be convened in writing (includes e-mail) within 30 days, specifying the date, time, location and the agenda
 - a. at the written request of at least one fifth of the members. The request must be submitted to the Chairwoman together with a description of the proposed agenda items.
 - b. or upon decision made by the Committee.

Article 14: **Powers of the General Meeting of members**

- 6 The General Meeting of members has the following non-transferrable duties and powers:
 - a. Election of the Chairwoman, both Vice Chairwomen (one from ETH Zurich and one from EPFL), optionally a Treasurer, and additional members of the Committee (ETH Zurich and EPFL should ideally be equally represented, or representation should at least reflect the ratio of members between ETH Zurich and EPFL);
 - b. Election of the Auditor
 - c. Appointing commissions as required
 - d. Approving the minutes of the previous year's General Meeting
 - e. Approving the annual accounts and accepting the audit report
 - f. Approving the annual report presented by the Committee
 - g. Approving the annual budget
 - h. Approving the actions of the Committee and the Auditor
 - i. Enacting regulations
 - j. Fixing membership fees
 - k. Adopting resolutions regarding the programme of activities
 - l. Adopting resolutions on proposals put forward by the Committee and members
 - m. Making final decisions on members' appeals against expulsion
 - n. Establishing and amending the Association's Articles
 - o. Adopting resolutions regarding the dissolution of the Association and the use of the liquidation proceeds.

Article 15: **General Meeting resolutions**

- 1 All General Meetings that have been convened in accordance with the Articles constitutes a quorum, irrespective of the number of active members present (except for the resolution of dissolution of the Association according to Art. 15.3 below).

- 2 All active members have one vote each. Representation by another member of the Committee based on a written authorization (proxy) is allowed.
- 3 For a resolution on the dissolution of the Association, at least half (1/2) of the active members must be present or validly represented. A 2/3 majority of the votes of the present or represented active members is required for the resolution of dissolution.
- 4 All other General Meeting's resolutions require a simple majority of the valid votes cast. In the event of a tied vote, the Chairwoman has the casting vote.
- 5 Blank papers, abstentions and invalid or otherwise manipulated votes are not taken into account in the calculation.
- 6 Elections and votes take place openly unless the General Meeting of members decides otherwise.
- 7 Minutes are taken of every General Meeting, and sent to members of all membership categories within 30 days of the General Meeting being held.
- 8 The Chairwoman or one of the Vice Chairwomen presides over the General Meeting.

Article 16: **The Committee**

- 1 The Committee consists of the Chairwoman, the two Vice Chairwomen (as the Chairwoman's substitutes), optionally a Treasurer, and up to ten other Committee members (ETH Zurich and EPFL should ideally be equally represented, or representation should at least reflect the ratio of members between ETH Zurich and EPFL). Committee members can be:
 - a. Female full or associate professors who are employed at ETH Zurich and EPFL
 - b. Up to four female adjunct professors who are employed at from ETH Zurich and EPFL (up to two from ETH Zurich and up to two from EPFL)
 - e. Female researchers holding the title of full or associate professor at a Swiss Higher Education Institution (according to swissuniversities definition) who are employed at an ETH Domain's research institution
 - c. Female Heads of the Equal Opportunity offices of ETH Zurich and EPFL (with or without a professor title)
- 2 The Committee is elected by the General Meeting of members. It constitutes itself, with the exception of the Chairwoman and Vice Chairwomen.
- 3 In general, committee members are elected for a term of two (2) years. Re-election is possible. The exceptions to this are: (i) the Delegates for Equal Opportunity at ETH Zurich and EPFL, whose terms are linked to their positions and do not need to be re-elected and (ii) the Chair and co-Vice Chairs who are elected *as officers* for one (1) year with the expectation that one of the co-Vice Chairs will assume the position of Chair in the following year.
- 4 Committee members fulfil their duties on an honorary basis. Committee members are entitled to have any documented expenses they actually incur reimbursed.

- 5 The Committee will meet as often as its business requires, but not less than twice a year. Any member of the Committee may request a meeting, stating the reasons.

Article 17: **Powers of the Committee**

The duties and powers of the Committee primarily include the following:

- a. Carrying out the resolutions made by the General Meeting of members
- b. Managing the Association, subject to the powers of the General Meeting of members
- c. External representation of the Association. The Chairwoman and the Vice-Chairwomen have individual signatory power.
- d. Organising Association activities
- e. Convening the General Meeting
- f. Admission of members
- g. Expulsion of members subject to the right to appeal to the General Meeting
- h. Managing the Association's assets and keeping accounts
- i. Providing information, raising the Association's profile and communication.

Article 18: **Committee resolutions**

- 1 The Committee makes decisions with a simple majority of votes cast. In the event of a tied vote, the Chairwoman has the casting vote.
- 2 All Committee members have one vote each. Representation by another member of the Committee based on a written authorization (proxy) is allowed.
- 3 Circular resolutions may also be adopted by correspondence (or via e-mail) provided no Committee member requests verbal consultation. Circular resolutions require the vote of all members of the Committee.

Article 19: **Auditor**

- 1 The General Meeting of members appoints an auditor for a term of two years. Re-election is permitted. The Auditor fulfils his/her duties on an honorary basis.
- 2 The Auditor audits the Association's books. He or she submits a written report to the Committee for the attention of the General Meeting of members each year.

Article 20: **Association year**

The Association's year is the calendar year.

V Final provisions

Article 21: Dissolution and liquidation

- 1 For a resolution on the dissolution of the Association, at least half (1/2) of the active members must be present or validly represented. A 2/3 majority of the votes of the present or represented active members is required for the resolution of dissolution.
- 2 The Association's remaining assets or liquidation proceeds will be transferred to a non-profit institution in Switzerland with the same or similar objects. The Association's assets or liquidation proceeds shall not be divided amongst its members.

Article 22: Entry into force

These articles replace those dated of 28 March 2019 and were accepted by the General Meeting of members on 8 June 2020. They came into force on this date.

Zurich, __.__.2020

Zurich, __.__.2020

Chairwoman

Past Chairwoman

Professor Rizlan Bernier-Latmani

Janet Hering