

## By-Laws of the ETH Alumni Association

### A General provisions

#### Art. 1 Name, headquarters

- 1 The “ETH Alumni Vereinigung” (also known in English as the “ETH Alumni Association”) is an association without commercial purpose within the meaning of Art. 60 et seq. of the Swiss Civil Code (ZGB).
- 2 Pursuant to an agreement with ETH Zurich, the ETH Alumni Association has the exclusive right to the “ETH Zurich Alumni” brand in combination with the ETH Zurich logo.
- 3 The association has its headquarters in Zurich.

#### Art. 2 Purpose of the association

- 1 The ETH Alumni Association is the alumni organisation of ETH Zurich. It maintains and promotes an active network among graduates and other persons affiliated with ETH Zurich.
- 2 It promotes of relationships of ETH alumni amongst themselves and with ETH Zurich within specific fields and on an interdisciplinary basis.
- 3 It provides an intermediary function between ETH Zurich and the public and uses its network to support ETH Zurich in fulfilling its mission of education and training, research, and knowledge transfer.

#### Art. 3 Tasks of the association

- 1 The core tasks of the association include:
  - a) It promotes of relationships of ETH alumni amongst themselves and with ETH Zurich within specific fields and on an interdisciplinary basis in Switzerland and around the globe.
  - b) It maintains the central database of all ETH alumni (members and non-members) for the purposes of the association and also for the benefit of ETH Zurich and the ETH Zurich Foundation.
  - c) It provides communication services by means of various channels in order to promote the network (alumni platform, publications, website, newsletter, social media).
  - d) It provides attractive products and services for members.
  - e) It encourages alumni to return to their alma mater and visit the further education facilities at ETH Zurich.
  - f) It promotes the career prospects of students at ETH Zurich.
  - g) It makes ETH alumni aware of subjects of interest for ETH Zurich, creates goodwill and support for ETH Zurich, particularly for its teaching and research work and does so in dialogue with society as a whole.
  - h) It supports the ETH Zurich Foundation in obtaining donors and sponsors for ETH Zurich.
  - i) It ensures a uniform appearance of the ETH Alumni Association with all member organisations under ETH Zurich Alumni brand.
- 2 The ETH Alumni Association and the ETH administration will coordinate in setting their objectives.
- 3 The association will issue organisational regulations that will govern the practical implementation of these by-laws.

**Art. 4 Definition of ETH alumna and ETH alumnus**

- 1 An alumna or alumnus has graduated from ETH Zurich with a formally recognised ETH Zurich qualification. This includes the following:
  - a) bachelor's degree (BSc or BA) or master's degree (MSc or MA, formerly called "Diplom");
  - b) doctorate or postdoctoral qualification
  - c) Master of Advanced Studies (MAS)
  - d) or Executive Master of Business Administration (EMBA)
  - e) Diploma of Advanced Studies (DAS) or Certificate of Advanced Studies (CAS)
  - f) teaching diploma for middle schools or teaching certificate (which includes the qualification for upper secondary schools and the teaching certificate)
  - g) postgraduate certificate
  - h) federal diploma (in pharmacy, gymnastics and sports teachers, career officers) Eligibility to join the association shall continue for life, even if the programme or qualification earned has changed or is no longer offered.
- 2 All former or current members of the academic faculty and post-docs are also considered ETH Zurich alumni provided that they were active for at least four semesters at ETH.
- 3 In cases of doubt, the executive board shall decide in consultation with the ETH Zurich administration on the alumni status of any individual.

**B Membership****Art. 5 Membership types**

- 1 The membership types of the association include:
  - a) Members
  - b) Honorary members
  - c) Non-members

**Art. 6 Members**

- 1 Natural persons who meet the requirements stated in Art. 4 may become members.
- 2 The association can be joined by submitting a written application for membership or applying via the ETH Alumni Association website. People who have just graduated from ETH are automatically made members of the ETH Alumni Association (new graduates).
- 3 Natural persons will become members of the ETH Alumni Association and if need be an existing member association.
- 4 The alumni office will check whether applicants meet the prerequisites for membership. per Art. 4 and may cancel memberships for non-compliance.
- 5 Members agree to pay the annual membership fees.
- 6 Members of the ETH Alumni Association may join in one or more member organisations or member associations and participate in the activities and enjoy other benefits offered to members.

**Art. 7 Honorary members**

- 1 Natural persons who have rendered outstanding services to ETH Zurich, the ETH Zurich Foundation, or the ETH Alumni Association may be awarded honorary membership in the association. They do not have to be an ETH alumna or ETH alumnus.
- 2 The assembly of delegates selects the honorary members.
- 3 Honorary members do not pay any membership fees.

**Art. 8 Non-members**

- 1 Non-members are natural persons who are alumni of ETH Zurich in accordance with article 4, but who are not members of the ETH Alumni Association.
- 2 They have no right to any services offered by the ETH Alumni Association or to representation at the assembly of delegates.
- 3 They will receive periodic information about developments at the ETH Zurich and within the ETH Alumni Association and can at any time request to join.
- 4 The association also manages the contact details of non-members, if available and if this is not contrary to applicable data protection policies.

**Art. 9 Resignation and expulsion**

- 1 Natural persons cease to be members upon resignation, expulsion or death.
- 2 Resignations are possible at any time with effect as of the end of the current calendar year. The letter of resignation must be sent in writing (by post or by email) to the alumni administration office by the end of September. The full membership fee remains payable for the year in progress. The board can expel members from the ETH Alumni Association if they act in any way that is contrary to the essential interests of the ETH Alumni Association.
- 3 The member may appeal his or her expulsion. This appeal will be addressed at the next assembly of delegates, whose decision shall be final.
- 4 If a member fails to meet his or her financial obligations, he or she is automatically considered a non-member.

**C Member organisations****Art. 10 Member organisations**

- 1 A member organisation is a subset of members of the ETH Alumni Association with similar interests and/or the same qualification and the same goals within the ETH Alumni Association. Each member organisation is governed by a board, which will ensure an attractive programme of offerings with the involvement of as many alumni as possible.
- 2 The formal acceptance and dissolution of member organisation is undertaken by the assembly of delegates. (This does not apply to member associations, whose own general meetings must approve the dissolution of the association.)
- 3 Small and newly established member organisations can be set up under simplified conditions. They are first accepted in this initial phase by the executive board of the ETH Alumni Association. After reaching defined criteria for full admission to the Association, the board can propose their acceptance by the assembly of delegates. The details are set forth in the organisational regulations.

**Art. 11 Types of member organisations**

Member organisations can take one of the following three basic forms, with the same designation in both German and in English:

- 1 Cluster: member organisations oriented to certain fields and academic disciplines;
- 2 Chapter: member organisations focused on certain geographical areas;
- 3 Club: member organisations focused on certain interests or activities related to culture, leisure, or sport

**Art. 12 Member associations**

- 1 Member associations that have historically been legally independent associations within the ETH Alumni Association have the option of maintaining their independent legal status. However, they agree

to accept the provisions of these by-laws and the organisational regulations and decisions of the assembly of delegates of the ETH Alumni Association.

- 2 The above rules for member organisations therefore also apply to member associations.
- 3 The member associations are invited to reconsider their separate legal status, i.e. it may be opportune to dissolve their separate legal existence and be integrated as a member organisation of the ETH Alumni Association with the same activities as before.
- 4 The ETH Alumni Association is not accepting any new member associations. New groups are forming as member organisations within the ETH Alumni Association.
- 5 Membership of member associations is cancelled should the association be integrated into the ETH Alumni Association. In the event of resignation or expulsion of a member association, agreement on the formal details must be reached between the parties involved.

## **D Organs**

### **Art. 13 Organs**

- 1 The organs of the association are:
  - a) the assembly of delegates
  - b) the executive board
  - c) the boards of the member organisations
  - d) the auditors
  - e) General ballot

## **E Assembly of delegates**

### **Art. 14 Composition**

- 1 The assembly of delegates is composed of:
  - a) the elected members of the executive board;
  - b) at least one representative from each member organisation, usually the president and/or another member of the organisation board acting as his/her deputy;
  - c) the delegates representing members not belonging to any member organisation.
- 2 Each member organisation accepted by the assembly of delegates is entitled to a vote.
- 3 Members organisations domiciled abroad may cast their votes on the agenda items by email sent up to three working days prior to the assembly meeting. If the items placed up for a vote to assembly of delegates are changed in any way, these written votes are invalid.
- 4 A person can only represent one organ at an assembly meeting.

### **Art. 15 Number of votes**

- 1 Each member of the executive board has one vote.
- 2 The number of votes for each member organisation is determined on the basis of the number of enrolled members as of January 1 of each year, equalling one vote for the first 100 members; two for 101 to 500 members; three for 501 to 1000 member; four for 1001 to 1500 members; and five for 1500 members and more. No organisation may receive more than five votes.
- 3 Members not enrolled in any member organisation will choose one delegate for every 500 members in this cohort, up to a maximum of six delegates.
- 4 If an organisation has more than one delegate in the assembly, the organisation's votes are divided equally among the delegates (with each delegate having at least one vote).

**Art. 16 The election of delegates representing members not enrolled in a member organisation**

- 1 The election of delegates representing members not enrolled in any member organisation is organised by the alumni administration office on behalf of executive board of the association and shall be conducted every four years by email.
- 2 If one of these delegates is prevented from attending the assembly meeting, he or she may be represented by another one of the elected delegates. However, a delegate may only exercise no more than two votes at the assembly meeting.

**Art. 17 Decisions**

- 1 Resolutions of the assembly of delegates require a simple majority of the votes present and represented to pass.
- 2 The president shall cast the deciding vote in the case of a tie.

**Art. 18 Powers**

- 1 The assembly of delegates sets the strategic objectives of the ETH Alumni Association. It has the following powers:
  - a) Elect the president
  - b) Elect the executive board members
  - c) Accept and dissolve member organisations (but not member associations) and expel member associations
  - d) Receive annual reports
  - e) Approve the association's books, budget, and membership contribution levels
  - f) Discharge the executive board (the respective board members not voting)
  - g) Elect the auditors
  - h) Elect honorary members
  - i) Approve by-laws, amendments to the by-laws, and organisational regulations

**Art. 19 Organisation**

- 1 The ETH Alumni Association will hold at least one meeting of the assembly of delegates each year.
- 2 The assembly meeting is chaired by the president.
- 3 The following are invited as guests without vote to the assembly meeting:
  - a) representatives of the ETH administration
  - b) representatives of the ETH Zurich Foundation
  - c) honorary members
  - d) auditors
  - e) representatives of small and newly established member organisations without voting rights

**Art. 20 Notice of meeting**

- 1 The assembly of delegates is convened by the executive board, stating the time, place and agenda at least four weeks in advance.
- 2 Requests by individual members or member organisations are to be submitted to the alumni administration office (by post or email) by December 31 of the previous year at the latest, however this must be two months before each assembly meeting, so that it can be addressed by the board and placed on the agenda accordingly.
- 3 An extraordinary assembly meeting is convened by the board within eight weeks:

- a) following a decision by the assembly of delegates; or
- b) at the request of the auditors; or
- c) at the request of at least six member organisations representing at least ten votes.

## **F Executive board**

### **Art. 21 Composition, voting rights**

- 1 The board consists of the president, the treasurer, and a representation of the ETH administration and at least five but no more than eight additional members.
- 2 The representative of the ETH administration sits as an ex officio member of the board.
- 3 All board members (including representatives of the ETH administration) have one vote each.

### **Art. 22 Election, term of office, constitution**

- 1 The executive board (excluding the ex officio member) is elected by the assembly of delegates.
- 2 The term of office (excluding the ex officio member) is two years. Re-election is permitted. No member may serve more than twelve years in office; any members standing for re-election to the board must be younger than 72 years of age.
- 3 The president's term may not exceed twelve years; this does not include prior time spent as a board member.
- 4 The board constitutes itself. The ex officio member of the ETH administration may not serve as president or vice president of the board.

### **Art. 23 Decisions**

- 1 A board meeting is convened by the president or by the vice president in the former's absence or by three members of the board.
- 2 A record must be kept of the board's decisions.
- 3 The board has a quorum when at least half the members are present.
- 4 The decisions of the board require a simple majority of those present. The president (or the president pro tempore in the former's absence) has the deciding vote on any ties.
- 5 In exceptional cases, decisions may also be taken by correspondence. For such decisions to pass, they must be approved in writing by letter or email by at least half of the board members. Decisions by correspondence are then added to the minutes of the next board meeting.

### **Art. 24 Tasks, competencies**

- 1 The executive board manages the ETH Alumni Association and is responsible for all matters that are not transferred to another body.
- 2 In addition to overall supervision of the activities of the association, including the alumni administration office in particular, the tasks of the board include the following:
  - a) the organisation of the activities of the ETH Alumni Association as indicated herein and in the organisational regulations as decided by the assembly of delegates;
  - b) establish business rules and policies for cooperation with the member organisations;
  - c) the employment of the managing director and the staff required for the activities of the ETH Alumni Association;
  - d) determine the investment policy of the association's assets;
  - e) represent the association to third parties;

- f) exercise of participation rights granted by the ETH Act and the associated implementing regulations;
- g) convene the assembly of delegates;
- h) organisation of ballots;
- i) nomination of honorary members for submission to the assembly of delegates and expel members as needed.

## **G Other bodies**

### **Art. 25 The boards of the member organisations**

- 1 The management board of a member organisation creates the annual programme and agenda for the organisation in line with the association's rules.
- 2 The board is elected for two years by the registered members of the organisation. This can be done at a general meeting of the organisation membership or via an electronic voting system.
- 3 General meetings must be conducted at least every two years.
- 4 The responsibilities and duties are set out in the organisational regulations.
- 5 The board members of member associations shall ensure that their association complies with the legal requirements for associations.

### **Art. 26 The auditors**

- 1 The assembly of delegates elects auditors for two-year terms. If the audit is carried out by a professional body (e.g. trust agency), it can be undertaken internally; two alumni are elected for the audit.
- 2 The auditors shall examine the accounts of the association each year and report the results of the audit to the assembly of delegates in writing.

### **Art. 27 General ballot**

- 1 Resolutions of the assembly of delegates shall be subject to a general ballot
  - a) if so decided by the assembly; or
  - b) at the request of at least ten member organisations representing at least 18 votes within two months of the relevant assembly meeting.
- 2 The general ballot is carried out electronically and/or by post.
- 3 All members of the association are entitled to vote.
- 4 The matters submitted to the vote are accepted if they receive an absolute majority of the valid votes received by the voting deadline, Art. 33 (2), reserved.

## **H Financial**

### **Art. 28 Funds**

- 1 The ETH Alumni Association is a self-supporting association that enjoys the free hospitality and use of the ETH Zurich premises.
- 2 The financial resources of the ETH Alumni Association consist of
  - a) the assets of the association and its investment income;
  - b) the ordinary and extraordinary membership contributions and voluntary donations;
  - c) proceeds from the sale of products and services such as publications, events, etc.;

- d) sponsorship of alumni events;
- e) financial support from ETH Zurich or the ETH Foundation for projects that are of particular interest to ETH Zurich as it seeks to implement its strategy in cooperation with the ETH Alumni Association.

**Art. 29 Membership contributions**

- 1 The executive board will propose the amount of the annual membership fee for the approval of the assembly of delegates.
- 2 All members pay the same fee, irrespective of how many member organisations they have joined.
- 3 The executive board will make appropriate adjustments for members of member organisations who are not in Switzerland.
- 4 The annual contribution is to be kept as constant as possible over a longer time period.

**Art. 30 Financial year**

- 1 The financial year of the ETH Alumni Association is the calendar year.

**Art. 31 Liability**

- 1 The assets of the ETH Alumni Association are solely at risk for the association's debts.
- 2 Any personal liability of the executive board, other organs, or members is limited to the payment of the annual membership fees as established by the assembly of delegates.

**I Final provisions****Art. 32 Dissolution of the association**

- 1 A general ballot must be held to dissolve the ETH Alumni Association.
- 2 Article 28(4) shall apply mutatis mutandis. A vote for dissolution shall require at least two thirds of the valid votes received by the voting deadline.
- 3 If the association is dissolved, its assets minus its liabilities shall be transferred to the ETH Zurich Foundation. Any payment to the members is excluded.

**Art. 33 Place of jurisdiction**

- 1 The place of jurisdiction for all disputes is Zurich. Swiss law applies.

**Art. 34 Severability clause**

- 1 If any provision of these by-laws is or shall become invalid or void, this shall not affect the validity of the remaining provisions.
- 2 The relevant provision will be replaced as soon as possible with a new, revised provision that comes as close as possible to the intended purpose of the invalid one.

**Art. 35 Effective date**

- 1 After being approved by the assembly of delegates on 19 November 2021, these by-laws take effect on 1 January 2022.
- 2 From that time, the previous by-laws of 20 November 2017 are repealed.



Zurich, 19 November 2021

ETH Alumni Association



Walter Gränicher, President



Daniela Häni, Vice-President