PensionClub

Articles of

Association

1. Name and headquarters

There is an association in conformance with Art. 60 et seq. of the Swiss Civil Code based in Bern named "PensionClub”.

2. Purpose

The association represents the common interests of its members relating to pension provision and insurance issues to policy-makers, authorities and other institutions. It promotes the economic interests of its members and provides information and further training to its members, especially with regard to developments, opportunities and risks in the area of pension provision and insurance. The association is a self-help, non-profit and non-denominational organization.

The creation of proprietary wealth is restricted to securing the existence and continuity of the association. Any additional surplus income is to be used in support of the members by offering services at the best possible rates.

3. Membership

Members of the association can become natural persons who recognize the purpose of the association and would like to avail of the association’s offers and services. The membership criteria are as follows:

- Members have reached the age of majority;
- They have 2nd pillar assets, vested pension benefits or pension assets in a 3a savings account or are in a position to start paying into a 3a savings account;
- electronically transmitted membership application.

The Board of Directors decides whether to approve membership. It can reject a membership application without having to justify its decision.

4. Termination of membership

Membership terminates due to

a. Death
b. Dissolution of the association
c. Departure or exclusion from the association

Prominent agenda items can be decided on at the ordinary general meeting irrespective of whether there is a special announcement.

The Board of Directors can approve a resolution via electronic voting platform or in writing.

The Board of Directors can hold a virtual association meeting by video or telephone conference instead of an association meeting requiring people to be present in person. Such a meeting must guarantee a discussion and a voting and election procedure by electronic means. The discussion can also take place in the run-up to the virtual general meeting, for example by e-mail. When holding a virtual general meeting, it must be ensured that every participant is identified and expresses themselves, hears the votes of other participants and can exercise their right to vote.

Each member has a vote at the general meeting (regardless of the meeting format). The general meeting takes its decisions and concludes its elections with an absolute majority of the votes cast. If no members are (physically) present at the general meeting or if no members participate in a virtual general meeting, the proposal put forward by the Board of Directors is deemed to have been approved.

When deciding whether to discharge an individual, about a legal transaction or legal dispute between a member and the association, the member in question is excluded from the vote.

Art. 9 The Board of Directors

The Board of Directors consists of at least one or more members elected by the general meeting. The term of office on the Board of Directors is three years. The Board of Directors is self-constituting. Reelection is possible.

It is quorate as follows:

- if the Board of Directors comprises three members, provided two thirds of the members are present, or
- if the Board of Directors comprises fewer than three members, provided one member is present.

If the Board of Directors comprises three members, it can pass resolutions by a simple majority. The President has the casting vote in the event of a tied vote. If the Board of Directors comprises fewer than three members, the vote of a member is sufficient to pass a resolution, whereby the President’s vote counts double in the event of a tied vote.

If no board member requests a verbal consultation, a resolution can be passed by circular (e-mail is acceptable). The statutory requirements set out in Art. 9, para. 2 above apply by analogy for resolutions passed by circular.

The Board of Directors is convened at the request of a board member or by order of the President.

Art. 10 The Board of Directors has the following powers:

a. To establish, appoint and monitor the office
b. To decide on signing authority and external representation of the association
c. To commission an external office
d. To approve any organizational regulations pertaining to the office
e. To decide on the acceptance and exclusion of members
f. To prepare and hold general meetings incl. deciding on the meeting format (virtual or with the members being physically present)
g. To implement the resolutions of the general meeting or delegation to the office
h. To decide on all transactions not reserved for the general meeting under the law and Articles of Association.

Art. 11 The office

The office is for the execution of association tasks in compliance with the Articles of Association, decisions of the general meeting and any guidelines set by the Board of Directors.

Art. 12 Data protection

Personal data processing conforms to the provisions of the applicable Swiss data protection act as well as the Privacy Policy. The Privacy Policy in force is available for download from the association's website.

Art. 13 Financing

The association can apply charges to the provision of services.

Art. 14 Concluding provisions

These Articles of Association were approved at the extraordinary general meeting of 11 September 2024. They replace the previous version.

11.09.24