

Articles of incorporation

I. Name and headquarters of the association

Art. 1

- 1 A non-profit association under Art. 60 et seq. of the Swiss Civil Code, headquartered at the association's Administrative office, is founded under the name SMF Swiss Mission Fellowship.

IIa. Basic principles

Art. 2

- 1 The basis for the SMF is faith in Jesus Christ as expressed in the creed of the European Evangelical Alliance EEA (of September 2, 1846) and the Lausanne Covenant (1974).

IIb. Purpose of the association

Art. 3

- 1 The purpose of the association is the proclamation and spreading of the Gospel through words and deeds. This is effected by providing services promoting the efficiency and effectiveness of organisations with the same goal.

These goals are notably attained by:

- a. Recruiting, hiring and supporting intercultural collaborators (doctors, development workers, evangelists, teachers, nursing staff, theologians, etc.), who work holistically for the intellectual, spiritual and physical health of the local population where they are deployed.
- b. Providing human resources and financial and administrative support to individuals and partner organisations.
- c. Supporting the community and collaborating with organisations with similar objectives.
- d. Promoting the interests of our mission.

III. Members

Art. 4

1. Members of the association may be individuals (including staff) or legal persons, such as State or free churches, communities and groups.
2. Joining is effected by signing an accession declaration.
3. The Committee shall decide on the accession.
4. Members shall contribute to the accomplishment of the tasks of the SMF by prayer, sending voluntary financial contributions and possibly participating in various working groups.
5. Membership is non-transferable and is void upon death, resignation or exclusion by the Committee.

IV. Organisation

Art. 5

- 1 The bodies of the association are:
 - a. The General Meeting
 - b. The Committee
 - c. The Board of Management
 - d. The Auditors

a. General Meeting

Art. 4

1. The General Meeting shall normally be convened by the Committee once a year. Extraordinary General Meetings may be convened by the Committee or at the request of 1/8th of the members or 1/10th of the intercultural collaborators – inasmuch as they be members – indicating the items to be placed on the agenda.
2. The Assembly shall be convened at least 20 days in advance by ordinary circular indicating the agenda.

Art. 7

- 1 The mandate of the General Meeting is to:
 - a. Compile, modify or supplement the articles of incorporation.
 - b. Exercise oversight over the activities of the Committee.
 - c. Approve the annual accounts and grant discharge to the Committee and Board of Management.
 - d. Approve the budget.
 - e. Elect the auditors.
 - f. Elect and revoke, for important grounds, the Committee, President and Vice-president.
 - g. Decide on proposals to be submitted to the General Assembly.
 - h. Decide the dissolution or the merger of the association.

Art. 8

- 1 A minimum of 20 members is required to form a quorum at each ordinary General Assembly.
- 2 Resolutions shall be passed by the simple majority of the members present by a show of hands unless a secret ballot is requested by the majority of the members present.
- 3 Subject to the special provisions of Art. 21 and 22.
- 4 Members are not entitled to vote on resolutions affecting their own interests or those of their close relatives.

b. The Committee

Art. 9

- 1 The Committee is composed of at least five members, elected by the General Assembly for a two-year term. The precise duration of the term shall depend on the date of the General Assembly.
- 2 The President and Vice-president of the Committee shall be designated by the General Assembly for a two-year term. The precise duration of the term shall be in accordance with the respective General Assembly.
- 3 Otherwise, the Committee shall constitute itself.

Art. 10

- 1 The Committee shall meet whenever the President or a Committee member so requests, but at least 4 times a year.
- 2 The Committee has a quorum if more than half of its members are present, including the President or Vice-president.
- 3 Resolutions may also be passed by circular letter, unless a member requests a meeting for discussions.

Art. 11

- 1 The Committee is responsible for:
 - a. Passing resolutions on all association matters that are not expressly reserved for the General Assembly or delegated to the Administrative office.
 - b. The strategic leadership of all SMF activities.
 - c. The execution of the resolutions of the General Assembly.
 - d. Accepting and excluding members.
 - e. Preparing proposals for submission to the General Meeting.
 - f. Hiring and firing members of the Board of Management and setting their terms of employment.
 - g. Setting the salary scale of the Administrative office staff.
 - h. Purchasing and selling real estate.
 - i. Concluding and terminating leases.
 - j. Making decisions on obtaining loan finance.
 - k. Regulating signature rights.
 - l. Creating subsidiaries.
 - m. Creating or acquiring a stake in distinct entities with the same spiritual orientation.
 - n. Creating specialist divisions and assigning responsibility and authority for these to members of the Committee or ad hoc working groups.
 - o. Electing members to the professional pension fund foundation board.
 - p. Issuing internal organisation regulations.

c. Board of Management

Art. 12

1 The Board of Management shall be constituted by the Committee.

Art. 13

- 1 The Board of Management and its staff are responsible for:
- a. Direct contact between the intercultural collaborators and SMF.
 - b. Examining applications on the request of partner organisations.
 - c. Contacting and maintaining relationships with communities and partner organisations.
 - d. Encouraging missions.
 - e. Hiring and determining the hiring conditions of all staff (subject to Art. 11 lit. f and g).
 - f. Issuing guidelines, instructions and service and furlough regulations for intercultural collaborators.
 - g. Administrative support in keeping up the circles of friends for intercultural collaborators.
 - h. Regularly informing the Committee.
 - i. Preparing subjects to be treated by the Committee.
 - j. Accounting and drawing up annual accounts.
 - k. Contacts and networking with similar organisations.
 - l. Respecting the decisions of the honour code of the Swiss Evangelical Alliance.
- 2 The Board of Management shall organise itself. It shall hire office staff according to the Committee's guidelines.

d. The Auditors

Art. 14

- 1 The Auditors shall examine the annual accounts, report in writing to the General Meeting and propose approval of the accounts to the treasurer and the Committee.
- 2 The General Assembly shall each year elect as Auditors an accredited auditor or audit firm according to the Audit Control Act. The Auditors shall carry out a limited audit under section 727a of the Swiss Code of Obligations.

V. Financing

Art. 15

- 1 The means necessary to carry out the tasks of the SMF shall be covered by administrative and membership fees, voluntary contributions, legacies, donations, collections during events and other contributions.

Art. 16

- 1 The Committee may decide to create special funds (e.g. crisis fund) or to take out insurance.

Art. 17

- 1 Membership fees amount to CHF 40 per person, CHF 60 per couple and CHF 200 per legal entity.

Art. 18

- 1 Liability is restricted to the assets of the Association. Any personal liability of members is excluded.

Art. 19

- 1 Resigning or excluded members may not exercise any claim whatsoever on the assets of the association.

Art. 20

- 1 The association and financial year shall correspond to the calendar year.

VI. Amendments to the articles of incorporation

Art. 21

- 1 Any amendments to the articles of incorporation require the approval of 2/3rds of the members present at the relevant General Meeting.

VII. Dissolution of the association

Art. 22

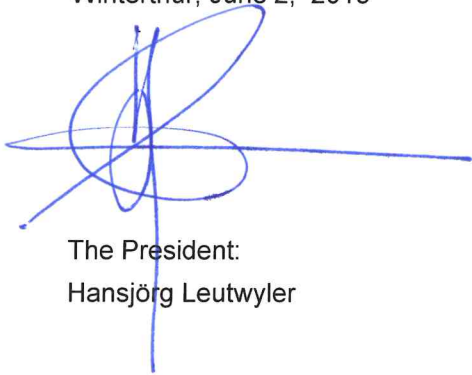
- 1 The dissolution of the association or its merger with another association with the same orientation may only be decided by a General Meeting in which at least half of the members participate, of which 2/3rds of the members present approve the dissolution or the merger.
- 2 If the General Meeting fails to meet the quorum according to §1, a new General Meeting may be convened after at least 14 days, respecting the notice period of 20 days; this may then decide the dissolution or merger of the association by a simple majority of the members present. In the event of dissolution, the liquidation shall be assured by the Committee, inasmuch as the General Meeting does not designate any other liquidators. The Committee may entrust liquidation to one or several liquidators.
- 3 The General Assembly shall decide on the use of the association's assets, upon the proposal of the Committee. The association's assets shall be transferred to one or several missionary societies that work according to the same principles as those described under Art. 2. The transfer may only be made to a tax-exempt organisation headquartered in Switzerland. Association members may not exercise any claim whatsoever on the Association's assets.

VIII. Final provision

Art. 23

- 1 These articles of incorporation were approved by the General Meeting of June 2, 2018 and replace those of June 28, 2014. They shall enter into force immediately.

Winterthur, June 2, 2018



The President:
Hansjörg Leutwyler

For the General Meeting of the Association:



The Vice-president
Volker Karbach

SMG Schweizerische Missions-Gemeinschaft
Industriestrasse 1
CH-8404 Winterthur

+41 52 235 32 52
info@smg.swiss
IBAN: CH92 0900 0000 8004 2881 3

SMG Schweizerische Missions-Gemeinschaft
Bellevue 6
CH-2117 La Côte-aux-Fées