Statutes of Association of the HL7 User Group Switzerland

(The valid version of the Statutes of Association is the original German text. This translated version serves information purposes only.)

I. Name, Registered Office, Purpose

1. An association within the meaning of Art. 60 et seq. of the Swiss Civil Code (ZGB) exists under the name „HL7-Benutzergruppe Schweiz“ (HL7 User Group Switzerland).

2. The HL7 User Group Switzerland has its registered office at the location of its administrative office.

3. The HL7 User Group Switzerland aims to:
   a) promote, disseminate and further develop HL7 standards within the Swiss healthcare sector
   b) represent Swiss interests in national and international bodies concerning HL7 standards
   c) facilitate exchange, coordination and cooperation with other stakeholders and standardisation organisations in the healthcare sector

II. General Provisions

4. The association’s financial year corresponds to the calendar year.

5. “Communication in writing” includes communication by email to the email addresses listed in the membership directory.

III. Membership, Resignation and Expulsion

6. The HL7 User Group Switzerland recognises the following membership categories:
   a) Individual members: natural persons
   b) Corporate members: legal entities
   c) Association members: legal entities[1]
   d) Benefactors: They provide particularly strong support for the work of the HL7 User Group Switzerland. The Board decides on the award of Benefactor status and keeps a record of this
   e) Honorary members: natural persons who have made a special contribution to the interests of the association may, upon application, be appointed as honorary members by the General Assembly

7. Membership fees for the membership categories set out in Article 6 are determined annually by the General Assembly. These annual fees may not exceed CHF 250 for individuals, CHF 600 for association members (legal entities) and CHF 1,500 for corporate members (legal entities). Honorary members are exempt from membership fees.

8. Applications for membership must be submitted in writing to the secretariat; the Board will decide on the application.

[1] This category includes the associations that are exempt from VAT.

9. Resignation from the association is only possible by giving written notice to the secretariat, effective at the end of a financial year, subject to a three-month notice period.

10. The Board shall decide on the expulsion of members by a two-thirds majority, providing sound justification. A member may be expelled:
    a) if they fail to meet their financial obligations to the association
    b) if they act contrary to the interests of the association

11. Upon termination of membership through resignation or expulsion, all rights and obligations towards the association cease, apart from any outstanding membership fees. In particular, there is no entitlement to the association's assets.

IV. Members' rights and obligations

12. Each member (individual member, association members) has one vote in elections and votes held at the General Assembly. Corporate members have two votes.

13. Individual members, as well as natural persons acting as representatives of a corporate or institutional member, may be elected to the Board.

14. Members must pay the annual membership fee agreed at the General Assembly within three months of the date of the meeting.

V. Organs

15. The organs of the Association are:
    a) the General Assembly
    b) the Board
    c) the Technical Committees and their project groups
    d) the Auditors

VI. General Assembly

16. The supreme organ of the Association is the General Assembly. An ordinary General Assembly shall be held annually by 30 April at the latest to deal with the following matters:
    a) Report by the President
    b) Approval of the annual accounts and the auditors' report
    c) Setting of membership fees
    d) Adoption of the annual budget for the following financial year
    e) Election of the Board
    f) Election of the auditors
    g) Resolutions on amendments to the Statutes of the Association and the dissolution of the Association
    h) Appointment of honorary members

17. An extraordinary General Assembly shall be held to deal with urgent matters if:
    a) the Board deems it necessary.
    b) the meeting is requested in writing by at least one-fifth of the members.
    The Board must arrange for the meeting to be held within one month.

18. Members shall be invited to the General Assembly in writing at least four weeks in advance, together with the agenda.

19. Resolutions are passed by a simple majority of the votes cast; the Chair has the casting vote. In elections, the first ballot is decided by an absolute majority and the second by a relative majority. In the event of a tie, the decision is made by drawing lots.

20. Minutes must be taken of the resolutions passed at the General Assembly; these must be signed by the chairperson and the secretary, or, if the secretary is unable to do so, by a minute-taker appointed by the meeting.

21. In addition to the General Assembly, decisions may also be taken by a vote conducted via email. Matters to be voted on or elections must be sent to members four weeks before the date by which the Executive Committee must receive the responses.

VII. Board

22. The Board represents the Association externally and manages its day-to-day affairs.

23. The Board shall consist of at least:
- the President
- the Vice-President
- the Secretary
- the Chair of the Technical Committee
- the Treasurer.

The Board shall appoint its own members.

24. The Board is elected by the General Assembly for a two-year term. Members of the Board remain in office until a proper election has been held for their position on the Board.

25. Resolutions require the participation of a majority of the Board. Resolutions are passed by a simple majority of the votes cast. The President votes along with the other members and has the casting vote in the event of a tie. The Board may pass resolutions by circular resolution.

26. The Board decides on the acceptance of financial and other contributions and the obligations arising therefrom.

VIII. Technical Committee

27. The Board may set up working groups within the Technical Committee to carry out specific tasks. These working groups organise their activities independently, unless the Statutes of Association provide otherwise.

28. Any HL7 member may join a working group by simply registering.

29. The Chair of the Technical Committee reports to the Board on the work of the Technical Committee at least twice a year. He or she also reports to the General Assembly.

30. To support the Technical Committee, the Board may appoint a Technical Manager, who will assist the Technical Committee on a contractual basis.

31. The Technical Committee is responsible for conducting ballot processes in Switzerland.

IX. Auditors

32. The General Assembly shall elect two auditors annually to audit the accounts and carry out a check at least once a year.

X. Liability

33. The association's liabilities are limited to its assets. Members shall not be held personally liable.

XI. Amendment of the Statutes of Association, Dissolution of the Association

34. These Statutes of Association may be amended by the General Assembly if three-quarters of the members present approve the proposed amendment.

35. The dissolution of the Association may be decided by a simple majority provided that three-quarters of the members attend the General Assembly. If fewer than three-quarters of all members attend the General Assembly, a second meeting must be held within one month. At this meeting, the Association may be dissolved even if fewer than three-quarters of all members are present.

36. In the event of the Association's dissolution, the Association's assets shall pass to an organisation that is closely aligned with the Association's interests. The General Assembly shall select the beneficiary organisation.

XII. Signatory powers

37. The following persons are authorised to sign on behalf of the Association in a legally binding manner:
a) the President (single signature, up to a maximum of CHF 500 per transaction)
b) other members of the Board (joint signature by two members)

XIII. Further provisions

38. These Statutes of Association shall come into force upon their adoption at the General Assembly on 30 April 2026 and shall replace the version dated 29 April 2025.

On behalf of the HL7 User Group Switzerland:

The President:	The Vice President
Roeland Luykx	Helene Loosli