

GEMINI COLLECTIVE FOUNDATION 1E

VOTING REGULATIONS
2018

VALID FROM 1 JANUARY 2018

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The original German text is legally binding.

VOTING REGULATIONS

1. INITIAL SITUATION

1.1 These regulations pertaining to the election of the Foundation Board (hereinafter referred to as voting regulations) shall govern the rights and procedure applying to the election of the Foundation Board of the GEMINI Collective Foundation 1e (hereinafter referred to as Collective Foundation).

2. COMPOSITION AND ORGANISATION OF THE FOUNDATION BOARD

2.1 The Foundation Board is the supreme governing body of the Collective Foundation and shall comprise two employer and two employee representatives.

2.2 The organisation of the Collective Foundation is governed by separate regulations.

3. APPOINTMENT OF THE FOUNDER'S REPRESENTATIVES

3.1 The founder's representatives on the Foundation Board shall be appointed by the founder's management.

3.2 Where a founder's representative departs before the term of office ends, the management shall appoint a new representative who shall complete the term of office of the departing Foundation Board member.

4. ELECTION OF EMPLOYER AND EMPLOYEE REPRESENTATIVES

4.1 The administrative office shall notify the Collective Foundation's pension fund committees of the date and the procedure applying to the elections.

4.2 The incumbent Foundation Board may propose both employer and employee representatives as candidates for election to the Foundation Board. The pension fund committees shall be notified of such nominations in writing.

4.3 The employers are entitled to propose employer candidates. The employee representatives on the pension fund committees are entitled to propose employee candidates. Although, preferably, the candidates should be insured with the Collective Foundation, this is not a mandatory requirement. Employee candidates shall supply evidence of written approval from at least two thirds of the members in the case of employee benefits units with fewer than 15 members and at least ten members in the case of larger employee benefits units.

4.4 The candidates shall be made aware of the significant financial and personal responsibility they will assume. Sound knowledge of occupational pension provision and a firm commitment to set aside the time necessary to fulfil their duties are essential prerequisites for candidacy. The incumbent Foundation Board may reject candidates if these requirements are not met.

5. VOTING PROCEDURE

5.1 Individuals standing for election to the Foundation Board shall submit their candidacy to the administrative office of the Collective Foundation within 20 days of the mailing date of the election announcement. Should the incumbent Foundation Board find that no more than four candidates (two employee representatives and two employer representatives) are standing for election upon expiry of the 20-day deadline, these candidates shall be appointed by tacit election; the election procedure according to paragraphs 5.2 to 5.5 shall not apply and the pension fund committees shall be notified of the result of the tacit election according to paragraph 5.6.

5.2 Two election lists shall be drawn up, one containing the employee representatives and the other the employer representatives standing for election. The employer and employee representatives on the pension fund committees shall vote for a maximum of three candidates from their respective list, whereby each person may be named only once. Each vote held by the pension fund committees shall be weighted according to the number of members of the corresponding employee benefits units as per 1 January of the election year.

5.3 The employer and employee representatives on the pension fund committees who are entitled to vote shall submit their votes by post. The completed election lists shall be returned to the administrative office no later than 20 days after their dispatch.

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5.4 The valid votes shall be counted by the administrative office under the supervision of a notary. Election lists shall be invalid if more than three candidates are listed, if the list contains names of individuals who are not standing for election or if the administrative office does not receive the completed election list in time. The election result shall be documented in a protocol and signed by the administrative office and the notary.

5.5 The candidates with the highest number of valid votes shall be elected as employer and employee representatives. The election shall be decided by a relative majority of the votes cast.

5.6 The pension fund committees shall be notified of the new composition of the Foundation Board within 20 days of the submission date.

6. ELECTION OF SUBSTITUTES DURING THE TERM OF OFFICE

6.1 In the event of the departure of a member of the Foundation Board, the Foundation Board shall propose a suitable new member for election within a reasonable period. If the person proposed is not elected, a new person shall be proposed and the procedure shall be repeated.

7. ELECTIONS DATES AND TERM OF OFFICE

7.1 The members of the Foundation Board shall remain in office for a term of four years. They may be re-elected. However, the maximum age for members of the Board is 70.

7.2 Election processes shall begin three months prior to the end of the current term of office.

8. ENTRY INTO FORCE AND AMENDMENTS OF THE VOTING REGULATIONS

8.1 The Voting Regulations have been approved by the Foundation Board and will enter into force on 1 January 2018.

8.2 The Foundation Board of the Collective Foundation is entitled to amend the Voting Regulations at any time.

8.3 The supervisory authority shall be notified of any amendments of the Voting Regulations.

Zurich, 1 March 2018

GEMINI Collective Foundation 1e



Nathalie Munaretto
Chair of the Foundation Board



Vital G. Stutz
Deputy Chair of the Foundation Board

