



Statutes

The Catalyst, UNIL

03 October 2018

Article 1

The Catalyst is a non-profit association governed by the present statutes and, secondly, by Articles 60 et seq. of the Swiss Civil Code. It is neutral politically, and non-denominational.

Article 2

The Organization's headquarters are located in the Canton of Vaud.

The Association shall be of unlimited duration.

Aims

Article 3

The Association shall pursue the following aim(s):

Teach scientists theater and communication skills to present science in an engaging and productive manner

Teach scientists theater and communication skills to help them communicate new research and illuminate the process of scientific reasoning for the general public

To create new entertainment about science and scientific research. This allows us to bring forth novel science-related narratives and authentic characters from the scientific culture.

Having scientists lead the way in collaborations with entertainment professionals allows us to connect to the public in an emotional and complex way while maintaining scientific integrity and illuminating current advances in scientific research

Resources

Article 4

The Association's resources are derived from:

donations and legacies;

sponsorship;

ticket sales;

public subsidies;

membership fees;
compensation for the association's creative work
any other resources authorized by the law.

The funds shall be used in accordance with the Association's aims and yearly dinner and/or retreat.

Members

Article 5

To become a member of the Association, one must pay an annual or twice-yearly membership fee.

The Association comprises:

founder
paying members

Membership ceases:

- a) on death;
- b) by written resignation notifying the Committee;
- c) by exclusion ordered by the Committee, for just cause, with a right of appeal to the General Assembly. Appeals must be lodged within 30 days of the Committee's decision being notified;
- d) for non-payment of dues.

In all cases the membership fee for the current year remains due. Members who have resigned or who are excluded have no rights to any part of the Association's assets.

Only the Association's assets may be used for obligations/commitments contracted in its name. Members have no personal liability.

Organs

Article 6

The Association shall include the following organs:

- a) The General Assembly,
- b) The Executive Board

Composed of:

- Managing director ("President")
- Financial Lead ("Treasurer")
- Communications Lead ("Secretary")
- Training Lead
- Social & Opportunities Lead ("SocialOps")
- Strategic director
- Founder & Advisor - Adria LeBoeuf (not voting)

Leaders of large projects can and should be invited to Executive Board meetings to represent the projects' needs to the board, but project leads do not vote on the board. If the Association is part of the Pole d'Expression Theatrale, the liaison should be a member of the Executive Board.

In the event that a committee member must cease his/her activities, an Extraordinary Session of the General Assembly will be convened.

c) The Auditor

General Assembly

Article 7

The General Assembly is the Association's supreme authority. It is composed of all the members.

It shall hold an Ordinary Meeting once each year. It may also hold an extraordinary session whenever necessary, at the request of the Executive Committee or at least of one-fifth of the Association's members.

The General Assembly shall be considered valid if two members of the executive committee and at least one fifth of the members of the association are present.

The Committee shall inform the members in writing of the date of the General Assembly at least three weeks in advance. The notification, including the proposed agenda, shall be sent to each member at least 10 days prior to the date of the meeting.

Article 8

The General Assembly:

- a) elects the members of the Board (at minimum, a President, Secretary and a Treasurer);
- c) notes the contents of the reports and financial statements for the year and votes on their adoption;
- d) approves the annual budget;
- e) supervises the activity of the association;
- f) appoints an auditor for the association's accounts;
- g) decides on any modification of statutes;
- h) decides on the dissolution of the Association;
- i) fixes the membership fee structure.

Article 9

The General Assembly is presided over by a member of the Executive Board of the Association. For any given meeting, the Executive Board chooses one member to preside and one to record the minutes of the meeting.

Article 10

Decisions of the General Assembly shall be taken by a majority vote of the members present. In case of deadlock, the President of the meeting shall have the casting vote.

Decisions concerning the amendment of the Statutes and the dissolution of the Association must be approved by a two-third majority of the members present.

Article 11

Votes are by a show of hands. Voting can also take place by secret ballot, if at least five members request it.

Article 12

The agenda of the ordinary annual session of the General Assembly must include:

- approval of the Minutes of the previous General Assembly
- the Committee's annual Activity Report
- the report of the Treasurer and of the Auditor
- the setting of membership fees
- approval of the budget
- approval of reports and accounts
- election of Committee members and Auditor

Executive Board

Article 13

The Executive Board is authorized to carry out all acts fall within the aims of the Association. It has the most extensive powers to manage the Association's day-to-day affairs.

Article 14

The Board is composed of at least 2 members elected by the General Assembly. The Board meets as often as the Association's business requires, ideally once per month, at least thrice per year outside of the Assemblée Generale.

Article 15

The Board members work on a volunteer basis and as such can only be reimbursed for their actual expenses and travel costs. In particular, no attendance fees may be paid.

For activities extending well beyond the function expected from Board members, each Board member is eligible for appropriate compensation according to the following conditions:

- a call for candidates amongst association members has been made prior, which did not result in finding a member with the necessary competencies willing to commit her/himself, other than the Board member in question;
- the extended activity of the Board member is in the interest of the association, in particular in case of knowledge required for the task entrusted;
- the compensation of the Board member is lower than market price, shall be set in the association's interest, and shall take into account the expected function of a board

member of the association.

The paid employees of the Association have only a consultative vote on the Board.

Article 16

The functions of the Board are:

- to take the appropriate measures to achieve the goals of the Association;
- to convene the ordinary and extraordinary General Assemblies;
- to take decisions about admission of new members and the resignation and possible expulsion of members;
- to ensure that Statutes are applied, to draft rules of procedure, and to administer the assets of the Association.

Article 17

The Association is legally bound by the signature of the president and treasurer.

Various provisions

Article 18

The financial year shall begin on 15 September and end on 14 September of the following year. The Treasurer (Financial lead) is responsible for the Association's finances. The General Assembly shall appoint an Auditor who will audit the Association's accounts every year.

Article 19

Should the Association be dissolved, the available assets should be transferred to a Swiss non-profit organization pursuing public interest goals similar to those of the Association and likewise benefiting from tax exemption. Under no circumstances should the assets be returned to the founders or members. Nor should they use a part or a total of assets for their own benefit.

The present Statutes have been approved by the Constituent General Assembly of The Catalyst on October 03, 2018

For the Association "The Catalyst"

Signatures of at least three committee members