



*Swiss Life Collective Occupational Pension Foundation*  
(the Foundation)

# Regulations governing the election of employee and employer representatives to the Board of Trustees

**Entry into force: 1 January 2024**

# Contents

**Art. 1 Organisation of the election / electoral office**

---

**Art. 2 Duties of the electoral office**

---

**Art. 3 Composition of the Board of Trustees**

---

**Art. 4 Active voting right (voting rights, voters' register)**

---

**Art. 5 Passive voting right (eligibility for election, checking election requirements)**

---

**Art. 6 Right to nominate**

---

**Art. 7 Acclamation**

---

**Art. 8 Holding the vote**

---

**Art. 9 Departure of members of the Board of Trustees**

---

**Art. 10 Determining the election date and the deadlines**

---

**Art. 11 Entry into force**

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### **Art. 1 Organisation of the election / electoral office**

- 1 - The incumbent Board of Trustees charges the Board of Management with the task of organising the election. All preparations for the election and the holding of the election itself can be done electronically. Voting will only take place electronically.
- 2 - The Board of Management sets up an electoral office to hold the election. The electoral office is subject to election secrecy.
- 3 - The electoral office comprises three members. The head and members of the electoral office are appointed by the Board of Trustees.
- 4 - The incumbent Board of Trustees and persons nominated for election to the Board of Trustees cannot be members of the electoral office.

### **Art. 2 Duties of the electoral office**

The electoral office has ultimate supervision over the voters' register. The electoral office is responsible for the acceptance and activation of the online voting system and, in particular, for:

- a) checking that the ballot papers are complete;
- b) stipulating the voting rules and maximum permitted number of votes per ballot (incl. blank votes) and per line of a ballot paper;
- c) allocating voters to voter groups;
- d) establishing the electoral period (beginning and end of the vote);
- e) conducting a test vote;
- f) sending the election invitation by e-mail to the registered voters.

### **Art. 3 Composition of the Board of Trustees**

- 1 - The Board of Trustees comprises three employee representatives and three employer representatives who are affiliated with the Foundation.
- 2 - Employee representatives are employees who are not involved in key decisions in the company / who are unable to significantly influence decision-making processes within the company. As a rule, these are employees outside the affiliated employer's senior management / executive board.
- 3 - There are two categories of employee representative: those without a management role and those with a management role. Each category is entitled to at least one employee representative seat on the Board of Trustees. If, during the current term of office, an employee representative undergoes a change in their management function, the minimum entitlement for both employee categories will be guaranteed again at the next election of the Board of Trustees.
- 4 - Only one employee representative and one employer representative are permitted for each employee benefits unit.

### **Art. 4 Active voting right (voting rights, voters' register)**

- 1 - The following are eligible to vote with one vote each per employee benefits unit:
  - the employee representatives in the Administrative Boards to elect the employee representatives;
  - the employer representatives on the Administrative Boards to elect the employer representatives.

The employee benefits unit's active voting right expires upon termination of the contract of affiliation between the company and the Foundation or upon dissolution of the company.

- 2 - Eligible voters in each group register in the voters' register to exercise their active voting rights:

- an employee representative of the Administrative Board for each employee benefits unit to elect the employee representatives;
- an employer representative of the Administrative Board for each employee benefits unit to elect the employer representatives.

### **Art. 5 Passive voting right (eligibility for election, checking election requirements)**

- 1 - Persons who enjoy a good reputation and provide assurance of proper management are eligible for election.
- 2 - Employees insured with the Foundation who have an unlimited contract of employment with the employer affiliated with the Foundation under a non-terminated contract and whose employment relationship has not been terminated and who work in Switzerland are eligible to be elected as *employee representatives* (member and substitute member) on the Board of Trustees. Employees with the role of employer representative on the employee benefits unit's Administrative Board are not eligible for election.
- 3 - Persons insured with the Foundation who work in Switzerland and have an unlimited contract of employment with the employer affiliated with the Foundation under a non-terminated contract and whose employment relationship has not been terminated are eligible to be elected as *employer representatives* (member and substitute member) on the Board of Trustees, as well as self-employed persons who are insured with the Foundation together with their employees. Employees who perform the role of employer representative in the employee benefits unit's Administrative Board are not eligible for election.
- 4 - Pensioners are not eligible for election.
- 5 - The Foundation checks that the election requirements are met. Anyone interested in a standing for election must complete the electronic form provided by the Foundation in full. In addition to providing personal details, candidates must briefly explain their motivation for applying. Candidates must also provide an up-to-date extract from the criminal records and debt collection register (issued within the past three months). The Foundation may request further information and documents in order to review the fit and proper status of candidates.

### **Art. 6 Right to nominate**

- 1 - The incumbent Board of Trustees, which is composed of equal numbers of employee and employer representatives, nominates a number of eligible candidates in a certain order as members in accordance with Art. 5 and if possible, an equal number as substitute members of the Board of Trustees from the group of persons mentioned under Art. 3, cl. 1.
- 2 - The Board of Trustees' proposal considers that the selection of candidates represents the language regions and gender appropriately. For employee representatives, the minimum entitlement in accordance with Art. 3, cl. 3 of the two employee categories is taken into account.
- 3 - For each employee benefits unit, the employee and employer representatives on the Administrative Boards who are eligible to vote can each nominate another eligible candidate for election to the Board of Trustees. If additional nominations are submitted, an election will be held in accordance with Art. 8.

### **Art. 7 Acclamation**

If no additional nominations are submitted in accordance with Art. 6, cl. 3 within four weeks of notification of the proposal by the incumbent Board of Trustees, the candidates nominated by the Board of Trustees are elected by acclamation.

### **Art. 8 Holding the vote**

- 1- If further candidates are proposed as employee and/or employer representatives within the time limit set out in Art. 7, a secret election will be held for the relevant representation.
- 2- Within four weeks of receipt of the extended list of candidates which includes the proposed candidates, the employer and employee representatives in the Administrative Boards who are eligible to vote may vote for the same number of candidates as there are Board of Trustees members to be elected.
- 3- Only electronic voting takes place in an online voting system. The ballot invitations will be sent by e-mail to the persons who are entitled to vote at the beginning of the election. In accordance with Art. 4, cl. 2, registered voters will have access to the electoral system during the electoral period.
- 4- The candidates with the highest number of votes are elected as members of the Board of Trustees. In any case, the minimum entitlement of the two employee categories as defined in Art. 3, cl. 3 to one of the employee representatives' seats on the Board of Trustees must be taken into account. The remaining candidates are substitute members in the order of the number of votes they have received. In the event of a tied vote, the election is decided by drawing lots.
- 5- Counting of votes takes place from the voting system. The electoral office draws up a report on the election held and submits it to both the incumbent and the newly elected Board of Trustees and publishes the election results on the internet within two months.
- 6- The results of the election are determined under notarial supervision.

### **Art. 9 Departure of members of the Board of Trustees**

- 1- If a member of the Board of Trustees resigns during their term of office, they are replaced by the next substitute member proposed in accordance with Art. 6, or the substitute member with the highest number of votes in accordance with Art. 8, cl. 4. An employee representative will, if possible, be replaced by the following substitute member of the same category of employees as the departing member. If no substitute member from the same employee category is available, the substitute member with the highest number of votes from the other employee category shall take over. The minimum entitlement of the two employee categories defined in Art. 3, cl. 3 is to be guaranteed again at the next election of the Board of Trustees.
- 2- If a member of the Board of Trustees resigns during their term of office and cannot be replaced by a substitute member, a substitute election must be held. The provisions of these regulations apply with analogy.

### **Art. 10 Determining the election date and the deadlines**

The incumbent Board of Trustees decides on the course of action to be followed to comply with these regulations, no later than six months before the term of office expires.

### **Art. 11 Entry into force**

These election regulations enter into force on 1 January 2024 and replace the previous version.

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