

Statutes of the Association "Healthcare Cyber Security Center» (H-CSC)

I. Name, Registered Office, and Purpose

1 Name and Registered Office

Under the name "Healthcare Cyber Security Center" (H-CSC), an association exists with its registered office in Switzerland in accordance with Article 60 et seq. of the Swiss Civil Code (ZGB).

2 Purpose

The purpose of the H-CSC association is to provide cybersecurity services to hospitals and other healthcare institutions in Switzerland and thereby promote the protection of IT systems and data as well as cooperation among its members to strengthen cybersecurity. The association is non-profit.

II. Membership

3 Membership

Membership is open to all healthcare institutions in Switzerland. There is no entitlement to membership in the association. The Board may propose exceptions to the stated criteria to the General Assembly.

4 Admission of Members

Applications for membership must be submitted in writing to the association's Business Office. The Board decides on the admission of new members. Member representatives must sign a non-disclosure agreement with the association.

Members are responsible for ensuring that their delegates adhere to the confidentiality agreement. In the event of a breach of the confidentiality agreement by their delegates, the Board may decide on sanctions such as the exclusion of delegates and/or members.

Admission may only be denied for important reasons, such as strategic or organizational considerations. Any rejection must be justified by the Board.

5 Resignation and Exclusion

Resignation from the association is possible at the end of any calendar year. A written resignation letter must be submitted to the association's office at least six months before the end of the calendar year.

A member may be excluded from the association at any time for important reasons (e.g. non-payment of membership fees despite reminders) that make continued membership unreasonable for the majority of other members. The Board will issue a justified decision on exclusion after hearing the member.

In the event of resignation or exclusion, the departing member has no claim to the association's assets or any portion thereof. Members who resign or are excluded are required to pay any outstanding membership fees. The membership fee is owed in full for the year of resignation or exclusion.

6 Duties of Members

Members are obligated to pay the annual membership fee and to actively support the objectives of the association.

7 Appeal Against Non-Admission and Exclusion

There is a right of appeal to the next General Assembly against a decision by the Board regarding non-admission or exclusion. The appeal must be submitted in writing within 30 days of receiving the decision,

by registered mail to the Business Office for the attention of the General Assembly, and must include a justification. An appeal does not have a suspensive effect. The decision of the General Assembly on the appeal is final.

8 Termination of Membership

Membership is terminated by:

- Resignation or exclusion of the member;
- Bankruptcy of a member or dissolution of the legal entity;
- Dissolution of the association.

9 Recognition as a Partner

To achieve the objectives of the association, the Board may recognize non-members as partners under certain conditions, allowing them to participate in the activities of the association.

The Board enters into partnership agreements with such partners.

III. Bodies of the Association

The bodies of the association are:

- The General Assembly
- The Board
- The Business Office

10 Resolutions

Unless otherwise provided in these statutes, the bodies of the association adopt resolutions and decisions by a majority of the votes present.

11 The General Assembly

The General Assembly is the supreme body of the association. It convenes at least once per year. It has a quorum if at least one third of the members are represented.

Members exercise their rights in the General Assembly according to their voting entitlement.

Each member has one vote. Members who pay a higher contribution in accordance with the membership fee regulations are entitled to two votes. These may also be exercised by a delegate.

12 Responsibilities

The General Assembly has the following responsibilities:

- a) Election and dismissal of the President and the other Board members
- b) Decision on amendments to the statutes
- c) Approval of the annual report and the budget plan
- d) Approval of the association's strategy
- e) Review and approval of the annual financial statements
- f) Approval of the contribution regulations
- g) Approval of the organizational regulations

- h) Approval of the expense regulations
- i) Granting discharge to the Board
- j) Decision on the dissolution of the association and the use of the liquidation proceeds
- k) The General Assembly is responsible for all matters not delegated to another body.

Amendments to the statutes require the approval of a two-thirds majority of the votes represented. All other decisions and elections are made by a majority of the votes represented, unless otherwise required by law.

All resolutions of the General Assembly must be recorded in written minutes.

13 Convening

The ordinary General Assembly is convened by the president upon decision of the Board. The invitation must be sent at least one month in advance.

An extraordinary General Assembly is convened by the Board within 21 days if one fifth of the members request it or if the Board deems it necessary.

14 The Board

The Board is the strategic body of the association and consists at minimum of:

- President
- Vice President
- Treasurer

The President and the other Board members are elected for a two-year term. Re-election is permitted. As far as possible and depending on availability, the Board should include representatives from all regions of Switzerland.

The Board has a quorum when at least two members are present. In the event of a tie, the President has the casting vote.

The Board organizes itself, with the exception of the President, who is elected by the General Assembly.

15 Signing authority

The Board signs collectively by two and may authorize one or more members to sign in certain legal matters or for specific documents, if deemed appropriate.

16 Responsibilities

The Board has, in particular, the following responsibilities:

- a) Defining the association's strategy
- b) Appointment of the Business Office
- c) Preparation and leadership of the General Assembly
- d) Implementation of the decisions of the General Assembly
- e) Financial management and budget planning
- f) Monitoring goal achievement and use of resources
- g) Decisions on the admission, exclusion and sanction of members
- h) Decisions on the acceptance of donations.

The Board also holds all other powers that are not expressly reserved by law or the statutes to another body of the association.

The Board serves on a voluntary basis. Board members are entitled to reimbursement of actual expenses in accordance with the expense regulations.

17 Conflicts of Interest

Board members and staff of the Business Office must immediately disclose any actual or potential conflicts of interest.

In the case of such conflicts, the individuals concerned may not participate in discussions or decisions related to the matter and must recuse themselves. Conflicts of interest and their resolution must be documented in writing.

18 The Business Office

The Business Office manages the day-to-day operations of the association and is led by the General Secretary. The responsibilities of the Business Office are defined in the organisational regulations.

IV. Resources

19 Revenue

To fulfil its purpose, the association has the following sources of revenue:

- Membership fees
- Voluntary contributions (donations, sponsorship funds, gifts, bequests, etc.)
- Income from services provided individually to members that are not covered by the membership fees.

The amount of the membership fees is defined in the contribution regulations.

20 Liability

Only the association's assets are liable for the obligations of the association. Any personal liability or obligation to make additional contributions by members is excluded.

V. Final Provisions

21 Dissolution and Liquidation of the Association

If the association is dissolved for the purpose of establishing a joint-stock company (AG), the association's capital shall be fully transferred to the new company.

In the event of liquidation for other reasons, the remaining assets shall either be proportionally refunded to the members or transferred to non-profit organizations with a similar purpose. In these cases, the Board shall carry out the liquidation, prepare a detailed report and final financial statement, and submit them to the General Assembly for approval.

22 Entry into Force

These statutes were adopted at the founding meeting on 28.08.2025 and entered into force on that date.

This document is available in multiple language versions. In case of doubt or discrepancies, the German version shall prevail.