



Occupational benefits

Election regulations

AXA LPP Foundation Suisse Romande, Winterthur

General

No. 1

These Regulations, which have been adopted by the Board of Trustees, define the arrangements and procedure for electing the Board of Trustees of the Foundation.

Composition, eligibility for election, and term of office of the Board of Trustees

No. 2

The members of the Board of Trustees are elected by the employer representatives and the employee representatives sitting on the occupational benefits fund commissions, at the proposal of the Board of Trustees.

The term of office of members of the Board of Trustees is 4 years. Members serving on the Board of Trustees are eligible for re-election. The Board of Trustees consists of 6 members. There is equal representation of employer and employee representatives, with 3 members each. There may exceptionally be a lower number of representatives on a temporary basis, in the event that a member steps down and until the election of their successor.

If there is a vacancy on the Board, the Board of Trustees retains its capability to act and to take decisions, provided it consists of at least 4 members and equality of representation is guaranteed for the passing of resolutions. If an employer seat is vacant, an employee representative must withdraw from the decision-making. If an employee seat is vacant, an employer representative must withdraw from the decision-making. If agreement cannot be reached as to which person is to withdraw, they will be chosen by lot.

The following insured members of the occupational benefits fund commission are eligible for election to the Board of Trustees.

- As employer representatives: the employers or their representatives;
- As employee representatives: employees who do not exercise any executive function in the company.

Voting rights

No. 3

The members of the occupational benefits fund commissions as defined in section 3 of their organization regulations have the right to vote.

The employer representatives in the occupational benefits fund commissions elect the employer representatives on the Board of Trustees, and the employee representatives in the occupational benefits fund commissions elect the employee representatives on the Board of Trustees.

The proportional electoral voting rights of the employer representatives and employee representatives in the occupational benefits fund commissions correspond with the number of active insured persons in the occupational benefits fund concerned on January 1 of the year in which the election is held. These figures are determined on the basis of the records held in the administrative system at the start of the election process. The number of votes per occupational benefits fund commission is determined as follows:

Number of active insured persons on the date of the election process	Number of votes
1 to 5	1
6 to 15	2
16 to 50	3
51 to 100	5
101 to 200	10
201 and above	20

Elections

No. 4

An election is held at the end of a term of office.

A by-election is held if a member leaves the Board of Trustees during the term of office and no reserve member is available to take their place.

Voting procedure

No. 5

The voting procedure is conducted electronically. Those entitled to vote must register on the election platform.

If they do not have the necessary access to the platform, they should inform the foundation management, which will provide them with access.

Integrity and loyalty

No. 6

- a) The foundation management must notify the occupational benefits fund commissions of a forthcoming election 60 days before the election.

- b) If the members of the Board of Trustees wish to stand for a new term of office, the occupational benefits fund commissions must be informed when they are notified of the election.
- c) The Board of Trustees may propose new nominations if its members do not all stand for a new term of office. In this event, the occupational benefits fund commissions must be informed of the Board's proposals when they are notified of the election.

Nominations

No. 7

- a) All the occupational benefits fund commissions may nominate candidates for the Board of Trustees within a period of 30 days from the date when the election notice was sent. They must use the form provided for this purpose on the election platform and transmit it electronically.
- b) If, within a period of 30 days from the Board of Trustees' announcement, no other candidate has been nominated by the occupational benefits fund commissions and the number of candidates is equal to the number of vacant seats, the candidates shall be deemed to have been elected. The outcome of the election is recorded in the minutes and communicated to the occupational benefits fund commissions via the election platform.
- c) If candidates are nominated by the occupational benefits fund commissions, an election is conducted in accordance with the arrangements described in No. 8.

Conduct of elections

No. 8

- a) If candidates are nominated by the occupational benefits fund commissions within the deadline specified in No. 7 point a), an election is organized.
- b) The nominations received are examined to determine whether they fulfill the eligibility criteria laid down in the Deed of Foundation and No. 2 of these Regulations. Late nominations and incomplete forms will not be considered.
- c) If the number of candidates is less than the number of seats vacant, the Board of Trustees is required to seek at least as many additional candidates as are required to fill all the seats.

- d) If the number of candidates is greater than the number of seats vacant, two election lists are compiled: one for the employer representative candidates and one for the employee representative candidates.

- e) The occupational benefits fund commissions can access the election lists for employer representatives and employee representatives on the election platform. The employer representatives in the occupational benefits fund commissions elect the employer representatives on the Board of Trustees. The employee representatives in the occupational benefits fund commissions elect the employee representatives on the Board of Trustees.

- f) Voting by the occupational benefits fund commissions takes place electronically within 30 days from the date when the election lists were communicated.

- g) The validity of the election lists returned by the occupational benefits fund commissions will be verified. Only correctly completed election lists are deemed valid. Votes cast after the deadline has passed are invalid.

- h) All valid votes are counted.

- i) The employer representatives and the employee representatives with the most votes shall be considered elected. However, for each occupational benefits fund, only one person can be a member of the Board of Trustees at the same time. If several persons are elected from the same occupational benefits fund, the person with the highest number of votes will be appointed to the Board of Trustees. Lots will be drawn in the event of a tied vote. The candidates not elected shall be considered as reserve members.

- j) The outcome of the election is recorded in the minutes and communicated to the occupational benefits fund commissions via the election platform.

- k) The election must take place no later than October 31 of the calendar year preceding the year in which the new Board of Trustees is appointed.

Procedure if a member of the Board of Trustees stands down

No. 9

If a member of the Board of Trustees stands down during a term of office, the first reserve member

shall take over for the remainder of the term. Parity between the number of employer and employee representatives must be maintained. The occupational benefits fund commissions are notified of the appointment of the replacement member.

A by-election shall be held if no reserve member is available to take over from the departing member. The procedure outlined in Nos. 6 to 8 shall apply mutatis mutandis. A by-election must be held within 6 months from the date when a member of the Board of Trustees stands down. If a member stands down from the Board of Trustees in the final year of their term of office and no reserve member is available for the remainder of the term of office, the Board of Trustees shall decide if the seat is to be left vacant until the end of the term of office or if it should be filled through co-optation or a by-election.

If there is a vacancy, the Board of Trustees retains its capability to act and to take decisions, provided it consists of at least 4 members and equality of representation is guaranteed for the passing of resolutions (see No. 2).

Integrity and loyalty

No. 10

Candidates supply an extract from the police register and the debt collection register, or any other document that enables the eligibility criteria to be checked. Any criminal records, loss certificates, or pending court or administrative proceedings will be taken into consideration.

Holding elections

No. 11

The foundation management is responsible for holding elections.

Entry into force

No. 12

These Regulations enter into force on January 1, 2024, and replace the version of January 1, 2017.