



The Statutes of Westlake Church Lausanne

Article 1: **Name**

1. Westlake Church Lausanne (hereafter the Association) is an association in accordance with Article 60 of the Swiss Civil Code (Code civil suisse – RS 210)

Article 2: **Duration**

1. The Association is created for an indeterminate duration

Article 3: **Aim**

1. The Association is a non-profit organisation that seeks to build and maintain an international Christian community in the Lausanne area, and equip it to grow in the Christian faith and to love their neighbours. The guiding principles of this community are summarized in its Statement of Faith (annexe 1)

Article 4: **Membership**

1. Members of the Association shall:
 - a. unequivocally endorse its Statement of Faith,
 - b. regularly attend services and the meeting of the General Assembly (Article 7),
 - c. contribute financially to the Association,
 - d. live in accordance with the teaching of the Bible, and
 - e. freely invest themselves in the activities of the Association according to their calling.
2. Members are admitted by the General Assembly (Code civil suisse, Art. 65 al. 1) following participation in a membership class.
3. Membership ceases when a Member resigns in writing to the President of the Association. Membership can also be terminated by the General Assembly in the case of:
 - a. leaving the area, or
 - b. a member no longer meeting the criteria for membership above. (Code civil suisse, Art. 72)

Article 5: **Organs of the Association**

1. The governing bodies of the Association are the following
 - a. The General Assembly (Assemblée générale – Code civil suisse Art. 65 ff.)
 - b. The Executive Committee (Direction – Code civil suisse, Art. 69 ff.)
 - c. The Council of Elders

Article 6: **Staff**

1. The Association can employ Staff. Two types of Staff are defined:



- a. Pastoral Staff – those persons employed and paid by the Association for teaching and pastoral care of its Members.
- b. Non-pastoral Staff – all other persons employed and paid by the Association.
2. A member of the Staff of the Association shall not also be a Member of the Association.

Article 7: **The General Assembly**

Remit and convocation (Code civil suisse, Art. 64)

1. The General Assembly is the supreme governing body of the Association.
2. The General Assembly is convened:
 - a. by the Executive Committee at least once per year no later than six months after the end of each accounting year, or
 - b. at the request of at least 20% of the Members.
3. The agenda for the meeting and the minutes of the previous meeting are sent to the members by the Executive Committee at least three weeks before the meeting. The minutes of the previous meeting are approved at the General Assembly.

Responsibilities

4. The responsibilities of the General Assembly are as follows:
 - a. Approval of the admission and removal of Members (Code civil suisse, Art. 65 al. 1).
 - b. Election of the Executive Committee and the Council of Elders.
 - c. Election for appointment, reappointment or termination of Pastoral Staff (Art. 6.1.a).
 - d. Approval of the accounts, annual balance sheet and the budget.
 - e. Approval of expenditure exceeding the budget by more than 10%.
 - f. Approval of the purchase and sale of property.
 - g. Approval of changes to the statutes.
 - h. Approval of the dissolution of the Association and the distribution of its assets (Article 15).

Voting (Code civil suisse, Art. 66)

5. Every Member present at the General Assembly has a single vote. Members not present shall not vote at the General Assembly. Abstentions are not counted when determining the total number of votes. Unclear votes are counted as abstentions.
6. A quorum is achieved when at least 50% of the Members are present.
7. The General Assembly reaches its decisions by a simple majority of the total number of votes, unless a higher percentage is specified by the Executive Committee and agreed by the General Assembly.
 - a. In the specific case of the election of Pastoral Staff a qualified majority of 90% is required for the initial term and 70% for reappointment.
 - b. In the specific case of the dissolution of the Association a qualified majority of 66% is required.
 - c. In the specific case of obtaining financing for real estate *via* a loan, a qualified majority of 66% is required.
8. Any member can request a vote to be held secretly.
9. To count votes the General Assembly appoints two scrutineers.



Article 8: **The Executive Committee**

Composition of the Executive Committee:

1. The Executive Committee is composed of:
 - a. the President,
 - b. the Vice-President, and
 - c. the Treasurer.
2. The majority of the Executive Committee shall be also on the Council of Elders.
3. A member of the Staff of the Association shall not also be a member of the Executive Committee, nor shall they be a related to a member of the Executive Committee.
4. The members of the Executive Committee are elected by the General Assembly for a term of one year and may be renewed indefinitely.
5. The members of the Executive Committee shall carry out their role on a voluntary basis.

Roles and responsibilities

6. Administration of the Association and its representation in accordance with the present statutes. (Code civil suisse Art. 69)
7. Bookkeeping of the Association. (Code civil suisse Art. 69a)
8. Supervision of the staff of the Association, including their regular evaluation.
9. The signature of two of the Executive Committee shall be binding to the Association.

Article 9: **The Council of Elders**

1. Composition of the Council of Elders:
 - a. The Council of Elders is composed of at least five Elders.
 - b. The Elders, who are not Pastoral Staff, are elected by the General Assembly for a term of three years and may be renewed indefinitely.
2. Roles and responsibilities of the Council of Elders:
 - a. Oversight of the Association in accordance with the statutes.
 - b. Oversight of the life and ministries of Westlake Church Lausanne.
 - c. Recommending to the General Assembly Members for admission or removal
 - d. Receiving propositions from Members and recommending to the General Assembly candidates for the election or reappointment of Elders.
 - e. Proposing to the General Assembly candidates for the Executive Committee.
 - f. Nominating candidates for their election or reappointment of Pastoral Staff by the General Assembly.
 - g. Proposing modifications to the present statutes or the Statement of Faith.

Article 10: **Pastoral Staff**

1. Pastoral staff are elected by the General Assembly for a term of four years and may be renewed indefinitely.
2. The senior pastor is automatically a member of the Council of Elders. Other Pastoral Staff may also be appointed to the Council of Elders.



Article 11: Conflict of Interest

1. The members of the Executive Committee or Council of Elders shall recuse themselves from all matters directly concerning themselves or their direct relatives.

Article 12: Liability

1. All financial commitments and liabilities of the Association are guaranteed by the current assets only. (Code civil suisse, Art. 75a)
2. No Member shall be held personally liable for any debts of the Association or to make any further payments towards the payments of such debts.

Article 13: Finances and Accounting

1. The Association shall be financed by voluntary donations, legacies or grants.
2. In the case of a purchase of real estate for use by the Association, financing could be obtained *via* a loan.
3. The accounting year shall be the calendar year.
4. The accounts shall be audited (spot-checked) by a person with appropriate skills and who is independent of the Executive Committee, Council of Elders or Staff of the Association.

Article 14: Modification of Statutes and Legal Forum

1. The present statutes may be modified at any time by the General Assembly.
2. The place of jurisdiction is Lausanne.

Article 15: Dissolution

1. The Association may be dissolved at any time by the General Assembly (Code civil suisse, Art. 76).
2. Any remaining funds and assets, after reimbursement of all the debts of the Association, shall be given to an association or Swiss institution exonerated from tax, pursuing a similar aim to that of the Association, and approved by the General Assembly.

These statutes were accepted by the General Assembly on June 16th, 2024.

President

DeVens, 28.06.24

Vice-president

Echandens, 27.07.2024