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**Federal Act
on the Swiss Innovation
Agency
(Innosuisse Act, SIAA)**

of 17 June 2016 (Status as of 15 April 2022)

*The Federal Assembly of the Swiss Confederation,
based on Article 64 paragraph 1 of the Federal Constitution¹,
having considered the Federal Council Dispatch of 25 November 2015²,
decrees:*

Section 1 The Agency and its Purpose

Art. 1 The Swiss Innovation Agency (Innosuisse)

- ¹ The Swiss Innovation Agency is a federal public law entity with its own legal personality.
- ² It shall decide its own organisational structure and keep its own accounts.
- ³ It shall be independent in its funding decisions.
- ⁴ It shall be managed according to business principles.
- ⁵ The Federal Council shall decide the location of the Agency's registered office.
- ⁶ The Agency shall be entered into the trade register as 'Swiss Innovation Agency (Innosuisse)'.

Art. 2

- ¹ With Innosuisse, the Confederation seeks to promote science-based innovation in the interests of the economy and society.
- ² In order to achieve this objective, Innosuisse shall adhere to the principles and mandates set out in Article 6 of the Federal Act of 14 December 2012³ on the Promotion of Research and Innovation (RIPA) and shall perform the duties set out in Article 3 of this Act.

AS 2016 4259

¹ SR 101

² BBI 2015 9487

³ SR 420.1

Section 2 Tasks and Cooperation

Art. 3 Tasks

¹ Innosuisse is the Confederation's funding institution for science-based innovation in all disciplines represented at Swiss higher education research institutions under Article 4, letter c RIPA⁴.

² It shall perform the tasks referred to in Article 18 paragraphs 1 and 2 as well as in Articles 19–24 RIPA.

³ It shall represent the Confederation in international organisations and bodies involved in innovation promotion in accordance with Article 28 paragraph 2, letter c RIPA, insofar as it is authorised to do so by the Federal Council, the Federal Department of Economic Affairs, Education and Research (EAER) or the State Secretariat for Education, Research and Innovation (SERI), and shall take measures and decisions to the extent of the Confederation's participation in these organisations and bodies.

⁴ It shall provide, within its area of responsibility, information on national and international programmes and on the submission of applications.

⁵ It shall take part in the preparation of federal legislation on innovation support, when said legislation relates to its tasks under paragraphs 2 and 3.

⁶ It shall run topic-specific support programmes if mandated to do so by the Federal Council.

⁷ It shall coordinate its activities with regional and cantonal measures, namely to support the establishment and development of science-based companies and to provide advice on knowledge and technology transfer.

Art. 4 Cooperation and participation in legal entities

¹ Innosuisse may partner with foreign funding organisations or funding institutions for cross-border innovation projects.

² It may participate in non-profit-making legal entities under private or public law if part of the Federal Council's strategic objectives.

Section 3 Structure

Art. 5 Bodies

The bodies of Innosuisse are:

- a. the Board of Directors;
- b. the Executive Committee;

⁴ SR 420.1

- c. the Innovation Council;
- d. the Auditing Body.

Art. 6 Board of Directors: position, election, structure and vested interests

¹ The Board of Directors is the highest decision-making body. It consists of 5-7 members from science and industry who are specialised in supporting innovation.

² The Federal Council elects the Chairman and members of the Board of Directors for a 4-year term of office. It may re-elect the Chairman twice, the other members once. It may dismiss members of the Board of Directors if there are important grounds to do so.

³ Nominees for election to the Board of Directors must disclose their vested interests to the Federal Council.

⁴ The members of the Board of Directors must perform their tasks and duties with due care and must safeguard the interests of Innosuisse in good faith. They must disclose their vested interests.

⁵ The Board of Directors shall take organisational precautions to protect Innosuisse interests and avoid conflicts of interest.

⁶ The Federal Council shall decide the fees and other contractual terms for members of the Board of Directors. The contract between the members of the Board of Directors and Innosuisse is governed by public law.

⁷ The members of the Board of Directors shall keep the Board of Directors abreast of any changes to their vested interests. The latter shall provide the Federal Council with an update on the vested interests situation in the annual report. If a given vested interest is incompatible with Board of Directors membership and if the member fails to divest himself or herself of the conflicting vested interest, then the Board of Directors shall ask the Federal Council to dismiss this member.

⁸ The members of the Board of Directors are obliged to maintain confidentiality regarding official matters both during and after their term of office on the Board of Directors.

Art. 7 Board of Directors: Tasks

¹ The Board of Directors shall have the following tasks:

- a. It shall issue the Organisational Regulation.
- b. Based on the proposal from the Innovation Council, it shall adopt the multi-annual programme under Article 45 RIPA⁵.
- c. It shall ensure implementation of the Federal Council's strategic objectives and reports annually to the Federal Council on the state of progress towards achievement of these objectives.

⁵ SR 420.1

- d. It shall issue a regulation on acceptance and management of third-party funds.
 - e. It shall issue a funding ordinance in accordance with Article 23 and shall submit this regulation for Federal Council approval.
 - f. It shall issue a personnel ordinance and submit this ordinance for Federal Council approval.
 - g. It shall represent Innosuisse as a contracting party within the meaning of Article 32*d* paragraph 2 of the Federal Act of 24 March 2000⁶ on the Personnel of the Swiss Confederation (FPA).
 - h. It shall decide on the issuance, amendment and termination of the CEO's employment contract; it shall first seek Federal Council approval when deciding to initiate or terminate employment.
 - i. It shall decide, at the request of the CEO, on the issuance, amendment and termination of the employment contract of the other members of the Executive Committee.
 - j. It shall elect:
 - 1. the members of the Innovation Council;
 - 2. at the request of the Innovation Council, the experts referred to in Article 10 paragraph 2 below.
 - k. It shall adopt and submit for Federal Council approval an ordinance on the fees and other contractual conditions for members of the Innovation Council and on the remuneration of experts referred to in Article 10 paragraph 2 below.
 - l. It shall supervise the Innovation Council and the Executive Committee.
 - m. It shall establish an internal control system and risk management system suited to the needs of Innosuisse.
 - n. It shall approve the budget.
 - o. It shall prepare and approve an annual report for each financial year and submit the revised annual report for Federal Council approval; at the same time, it submits a request to the Federal Council for discharge and the allocation of any profits. It shall publish the annual report after approval.
 - p. It shall apply to the Federal Council for compensation under Article 15.
 - q. It shall establish the conditions of Innosuisse communication in the Organizational Regulation.
- ² It may establish a compliance office to assist it in its supervisory role.

⁶ SR 172.220.1

Art. 8 Executive Committee

¹ The Executive Committee is the operative body. It is led by a CEO.

² It shall carry out the following tasks in particular:

- a. It shall handle day-to-day business and manage the Executive Committee.
- b. It shall reach decisions pertaining to the matters referred to in Article 3 paragraph 4 above.
- c. It shall prepare the documentation needed for decision-making by the Innovation Council in relation to the matters referred to in Article 10 paragraph 1 below and shall submit proposals on formal funding eligibility requirements and allocation of available funding; if the Innovation Council disagrees with the Executive Committee's proposal, then the latter shall seek agreement with the Innovation Council; if no such agreement is reached, the Executive Committee shall submit the differences to the Board of Directors.
- d. It shall issue decisions and sign contracts in accordance with Innovation Council decisions.
- e. It shall monitor the Innosuisse budget and the status of current and upcoming financial commitments; it shall be responsible for managing finances as well as for reporting on and controlling funded activities.
- f. It shall assist the Board of Directors and the Innovation Council in preparing their day-to-day activities.
- g. It shall report to the Board of Directors at regular intervals and shall do so without delay in the event of specific incidents.
- h. It shall decide on the issuance, amendment and termination of employment contracts of Innosuisse employees; Article 7 paragraph 1 letter i remains reserved.
- i. It shall perform all tasks not otherwise assigned to another body under this Act.

Art. 9 Innovation Council: position, election, structure and vested interests

¹ The Innovation Council is the specialised body of Innosuisse for the tasks referred to in Article 10 below.

² It shall be comprised of at least 15 and no more than 25 members.

³ The criteria for the election of nominees to the Innovation Council are the person's performance record in science-based innovation and the relevance of said performance in terms of practical applications for business and society.

⁴ Members shall be elected for a four-year term of office. Each member may be re-elected once.

⁵ Nominees for election to the Innovation Council must disclose their vested interests to the Board of Directors.