



ARTICLES OF ASSOCIATION

§ 1 Name and purpose

Global Action Plan Association is a charitable association registered in Stockholm, Sweden.

The purpose of the Association is to support international development and diffusion of Global Action Plan programs. The objective of the programs is to contribute to a reorientation of society towards sustainability, primarily through long-term behaviour change.

§ 2 Membership

Membership is open to all individuals and organizations contributing to the purpose and activities of the Association. Membership is available in the following categories:

- A. Individuals and organizations with authorization to represent GAP programs. A Category A member who wishes to resign is required to notify the committee in writing
- B. Individuals and organizations supporting the purpose of the Association
- C. Honorary members, who pay no membership fee

The committee can exclude any member whose words or actions are detrimental to the Association.

§ 3 Decision-making bodies

The Association's decision-making bodies are the Annual Meeting, Extraordinary General Meeting, and governing committee (board).

§ 4 Annual Meeting

The Annual Meeting is held before the end of June. Motions may be proposed by any member. Proposals should reach the committee five weeks before the meeting. The agenda includes the following:

1. Formal points
 - a. Election of chair, secretary and two signers off
 - b. Establish whether the meeting was properly called
 - c. Agenda setting
 - d. Registration of voting entitlements
2. Approval of minutes of previous AGM
3. Presentation of reports for previous year
 - a. Report from the chair, and annual financial report
 - b. Report from auditor
4. Decisions
 - a. Approval of financial report
 - b. Question of the committee's responsibility for previous year
 - c. Membership fees for coming year
5. Motions and questions
6. Elections
 - a. Governing committee (board)

- b. Auditor(s)
- c. Election committee

§ 5 Extraordinary General Meeting

An Extraordinary General Meeting is called if the governing committee or auditor so decides, or if at least one tenth of the voting members so request in writing. Such a request must specify the reason. At the meeting, only the specified topic may be subject of decision.

§ 6 Voting rights

Each fully paid-up member has one vote. For any motion concerning a change to the Articles of Association or the closing down of the Association, only Category A members may vote. Auditors and members without voting rights may speak.

§ 7 Governing committee

The committee shall have a minimum of three and a maximum of nine members. Members are elected for two years. Half of the members are elected at each Annual Meeting. A committee member must be a member of the Association.

A committee meeting has a quorum when all members have been called and at least half are present.

§ 8 Invitations

Invitations to Annual and Extraordinary General Meetings shall be sent to all members at least four weeks in advance of the meeting.

§ 9 Election committee

The election committee consists of one to three people and is elected by the Annual Meeting. Members' nominations shall reach the election committee three weeks before the Annual Meeting.

§ 10 Auditor(s)

The Annual Meeting appoints either a chartered accountant or two other people as auditors for the coming year.

§ 11 Signatories and accounting period

The Governing Committee signs on behalf of the Association. The Governing Committee can appoint one or more signatories.

The accounting period for the Association is the calendar year.

§ 12 Change of Articles of Association

The Articles can be changed at an Annual Meeting by a simple majority decision, except for § 1 for which a two-thirds majority is required. See also § 6, Voting rights.

§ 13 Closing down the Association

A decision to close down the Association requires a two-thirds majority at the Annual Meeting, immediately after which all Category A members who were not present are informed in writing and may within 30 days require an Extraordinary General Meeting. At such an Extraordinary meeting the decision requires a simple majority. The meeting may also dispose of any assets owned by the Association, for any purpose which supports the purpose and objectives of the Association.

These Articles were adopted at the founding meeting on 23 April 1997.