



GLOBAL ACTION PLAN INTERNATIONAL

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 organizations that are committed to contributing to the purpose and activities of the Association and who meet Membership criteria outlined in the Membership Charter.

Members who wish to resign are required to notify the Governing committee in writing.

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

Individuals can become non-member associates of the Association and who meet the criteria outlined in the Membership Charter.

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 Governing 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

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www.globalactionplan.com

team@globalactionplan.com

- 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
- 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

Members of Global Action Plan Association shall have equal voting rights – one vote per member and each member may appoint a proxy. Only Organisations who meet the criteria for membership shall have voting rights.

Non-member associates do not have voting rights.

7. Governing committee

The Governing committee shall have a minimum of three and a maximum of nine committee members. Committee 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 and no more than 2 committee members shall be Non-Member Associates.

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 Article 1 for which a two-thirds majority is required.

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 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 and modified at the Annual General Assembly held on 4 April 2008; at the Annual General Assembly held on 28th July 2016; and at the Annual General Assembly held on 26th June 2018.