

Articles of Association

**LAND
OF
HOPE** united
against
superstition

§ 1 Formation, registered office

Land of Hope, a humanitarian association, was founded on 12 December 2012. Its registered office is located in Aarhus Municipality.

§ 2 Vision, mission/aims and values

Vision

A world where no child suffers due to the superstitions of adults.

Mission/aims

We rescue innocent children, who have been accused of being witches, from exclusion, torture and death. With care, protection and education for the children and information campaigns in their local communities, we build the foundation of a future in which children are equipped to develop into independent, active and social individuals contributing positively to the development of their local community.

Values

Children's rights are the cornerstone of our work. To ensure all children a valuable life with love, security, education and future prospects, superstitious communities have to be developed in a more enlightened direction.

The values of the association:

- Education
- Children's rights
- Inclusion
- Development
- Persistence

- Credibility
- Independence

§ 3 Membership

Anyone supporting the aims of the association can become a member of Land of Hope unless particular circumstances should make it inadvisable.

Political organisations requiring membership of a particular party cannot become members.

Applications for membership of the association may be completed on the Land of Hope website at www.landofhope.dk

Members are under obligation to comply with the association's articles of association and live up to the association's statutory objectives.

The board of the association may appoint honorary members who are exempt from membership fees.

§ 4 Resignation of membership

Resignation from the association is effected by submitting a written request by email to info@landofhope.dk.

Resignation takes place to the end of a membership fee period.

When a member resigns, the member is under obligation to pay any outstanding debts to the association.

Resigning members have no right to a share of the association's assets.

§ 5 Membership fees

The association offers an annual membership fee of DKK 100 per year.

The membership fee is charged once a year, in the month in which you signed up.

The initial payment is charged immediately on registration.

§ 6 Suspension and exclusion

The board may decide that a member should be temporarily suspended or excluded.

A member may be temporarily suspended or excluded if the member directly or indirectly acts to the detriment of the association, works against the objectives of the association, acts in a disloyal manner as regards the values, mission/aims or vision of the association or if the member does not fulfil his/her membership obligations.

§ 7 Ordinary general meeting

The general meeting is the highest authority in all association matters.

The ordinary general meeting is held once annually before the end of May.

Notice of the general meeting and information including the agenda and proposals received must be given with four (4) weeks' notice and published either on the association website or sent by e-mail.

Proposals that are to be considered at the annual general meeting must be submitted in writing to the board no later than two (2) weeks prior to the date of the general meeting.

If proposals have been received, these are sent to members with the agenda and the audited accounts, so that they are available to members no later than one (1) week prior to the general meeting.

All members of the association, as well as those whom the board may choose to invite, have access to the general meeting.

All members who have been members for a minimum of three (3) months and who are not in membership fee arrears have the right to vote at the general meeting.

Voting by proxy is permitted. An ordinary member may have a maximum of three (3) proxies at the general meeting. The board and the director of the association are not limited by a maximum number of proxies.

A timely convened general meeting has a quorum irrespective of the number of attendees.

The annual report is submitted to the annual general meeting for approval and must carry the auditor's report and signature.

The annual report must be made available to members one (1) 3 week prior to the general meeting.

The agenda for an ordinary general meeting must include the following items:

1. Election of chairman and minute taker
2. The board's report for the past year as well as a report on project support in the coming year
3. Submission of annual report with auditor's report as well as the board's report and approval of annual report
4. Submission of the board's budget proposal for the coming year for approval
5. Consideration of proposals received
6. Election of members of the board
7. Election of deputy members of the board
8. Election of auditor and deputy auditor, if applicable
9. Any other business

§ 8 The chairing of the general meeting

The proceedings of the general meeting are to be chaired by a chairman appointed by the board.

Decisions at the general meeting are made by simple majority.

Amendments to the association's articles of association and a decision on the dissolution of the association require a qualified majority, cf. Clauses 15 and 16.

Voting must take place in writing if five (5) members should request it. In case of election of individuals, however, on request.

Minutes of the resolutions taken at the general meeting must be prepared. The minutes must be approved and signed by the chairman of the meeting.

§ 9 Extraordinary general meeting

Extraordinary general meetings may be convened by the board at any time and must be convened when a minimum of 1% of the association's voting members make a request in writing to the board, stating the subject to be considered.

The general meeting must be convened within four (4) weeks of receipt of such a request.

As regards the requirements for notice of the meeting, chairman of the meeting, voting etc., the same provisions apply as for the annual general meeting.

§ 10 The board

The association is managed by a board consisting of five (5) members who are elected by the annual general meeting.

The board constitutes the association's general management and represents the association in all matters.

The board may set up the required committees or employ salaried or unpaid persons to perform on-going or one-off tasks.

The board may appoint one/several directors to undertake the association's general management.

The board has a quorum only when at least 3/5 of its members, including the chairman or deputy chairman, are present. The board keeps minutes of its meetings.

Board members are elected by the annual general meeting for two (2) years at a time. Three (3) members are elected in even years and two (2) members in uneven years.

Members are eligible for election to the board if they are aged 18 or over and have the right to vote, cf. Clause 9, and have a clean criminal record.

In the event of a vacancy arising during the election period, the board may elect additional members. The election must be approved by the next general meeting.

The board elects its officers directly following the general meeting. The board sets the rules of procedure.

Board meetings are held when the chairman deems it necessary or when 3/5 of the board deems it necessary. At minimum of two (2) annual board meetings must be held.

Board meetings may be held in person or electronically.

The director of the association is required and entitled to attend board meetings.

The general meeting may elect one deputy for each board member elected by the general meeting.

Deputies are elected for two (2) years at a time.

§ 11 General management

The board constitutes the association's general management.

The board may appoint one/several directors to undertake the association's general management.

The board determines the terms of employment of the directors and the framework applicable to the expertise required by directors.

A director may simultaneously be a member of the board. However, a director cannot be elected chairman of the board.

§ 12 Accounts

The association's accounts run from 1 January to 31 December.

The annual accounts must be prepared according to applicable legislation.

§ 13 Audit

The association's accounts must be audited by a state-certified or registered auditor, who is elected each year by the annual general meeting.

§ 14 Authority to bind and liability

The association is bound by the joint signatures of chairman of the board and a board member or by the joint signatures of a director and the chairman.

The board may give authority to receive payments and to pay for the fulfilment of the association's obligations.

Payments must be approved by two (2) board members jointly.

The association is only liable for obligations to the value of its current assets.

The members of the association or the board are not personally liable for the obligations incumbent on the association.

§ 15 Amendments to the articles of association

Amendments to the articles of association may only be made by the general meeting when a minimum of two-thirds of the votes cast at the general meeting have voted in favour.

Proposals for the amendments to the association's articles of association must appear on the agenda for the general meeting.

§ 16 Dissolution

The resolution to dissolve the association may only be made at an extraordinary general meeting convened especially for this purpose or as an item on the agenda for an ordinary general meeting.

A resolution to dissolve the association requires that a minimum of two-thirds of the votes cast at the extraordinary/ordinary general meeting have voted in favour. The resolution must be confirmed by the same majority at a new general meeting held within three (3) months.

In the event of the dissolution of the association, any assets or proceeds from the sale of assets must, in accordance with the decision of the board, be used for humanitarian aid in other associations that have the same interest in giving children in Africa a more dignified life.

If, at the discretion of the board, no suitable associations are found, any assets must be realised in the most favourable way possible. The total assets of the association must then be donated to the Børns Vilkår association or a similar association if Børns Vilkår is not in existence at this time.

