

## Statutes for Engineers without Borders-Denmark

### § 1 Name and place of residence

PCS. 1 The organization's name is "Ingeniører Uden Grænser" (Engineers Without Borders-Denmark), abbreviated IUG/ EWB-DK. EWB-DK is a nationwide, non-political, technical humanitarian aid organization (NGO). EWB-DK is regionally represented by four (4) regions (South Denmark, Central Jutland, North Jutland and Zealand and the islands). The regions themselves elect a local chairman.

PCS. 2 Internationally, the organization uses the name "Engineers without Borders - Denmark" (EWB-DK).

PCS. 3 The organization's registered office is its secretariat address in Denmark.

### § 2 Purpose

PCS. 1 EWB-DK is a technical humanitarian civil organization (NGO) whose purpose is to:

- To support vulnerable population groups through technical, sustainable, and local solutions.
- To carry out development and relief work based on the Danish resource base.
- To build knowledge and qualifications in our resource base to work in a global development context.

### Values:

- EWB-DK is a non-political and non-religious organization and will work to always comply with applicable laws, regulations, and international conventions, including the Convention for the Protection of Human Rights and Fundamental Freedoms
- EWB-DK will not participate in or accept corrupt or fraudulent practices
- EWB-DK builds on a foundation of sustainability and a more equal distribution of the world's resources
- EWB-DK is based on help for self-help and building local capacity in local partnerships.

All EWB-DK members and staff are responsible for and obliged to doubts cf. the above is submitted to the board for clarification.

### PCS. 2

EWB-DK will contribute to knowledge sharing and the promotion of international community between national Engineers Without Borders organizations (EWBs) worldwide.

### **§ 3 Members**

PCS. 1. Individuals, organizations, or companies - who wish to contribute to promoting the association's purpose - may be admitted as members upon request. Based on the Personal Data Regulation, membership can be granted to EU citizens.

PCS. 2. Upon registration, a fee is paid, which is determined by the annual general meeting.

PCS. 3. Membership ends if the member is more than six (6) months in arrears.

PCS. 4. The board can unanimously exclude members who oppose the organization's purpose.

### **§ 4 The general assembly**

PCS. 1. The general assembly is the association's highest authority.

PCS. 2. An ordinary general meeting is held once a year in the period from and including April to and including June. The notice is given at least four (4) weeks in advance by e-mail to members and on EWB-DK's website.

The notice must contain:

- \* Agenda,
- \* The board's report,
- \* Presentation of candidates for board positions,
- \* The audited accounts and budget,
- \* Proposals received.

PCS. 3. The general meeting is notified for all members, cf. subsection 2 with two (2) months' notice with an invitation to come forward with proposals for the general meeting and candidates for the board and chairman (odd years). Proposals must reach the board no later than six (6) weeks before the general meeting and be forwarded with the notice so that all members can be informed prior to the general meeting. Candidates cannot be nominated at the general meeting itself.

PCS. 4. The agenda for the ordinary general meeting must contain at least the following items:

1. Selection of conductor and referee
2. The board's report and approval thereof
3. Presentation of accounts and approval thereof
4. Processing of submitted proposals
5. Determining the quota
6. Approval of budget
7. Election of board members and deputies
8. Election of chairman (in odd-numbered years)
9. Election of auditor (each year)

10. The organization's plans for the coming year

11. If necessary

PCS. 5. The general meeting is chaired by a conductor who may not be a member of the board.

PCS. 6. All members are entitled to vote if they are not in arrears of dues.

PCS. 7. Each member entitled to vote can cast a maximum of votes corresponding to the number of board positions up for election. The nominated candidates are elected according to the number of votes, so that the four (4) with the highest number of votes are elected as board members and the following three (3) as alternates. In the event of a tie between candidates, a 2nd election round is conducted between the candidates in question.

PCS. 8. Voting can be done in person, by proxy and by submitting a postal vote.

- When casting a postal vote (letter or e-mail), the membership number must be provided for the vote to be valid. Votes must be cast and received at IUG's secretariat no later than two days (48 hours) before the general meeting.

- By proxy, however, each member present can only bring one (1) proxy for another non-present member.

PCS. 9. Proposals for resolutions submitted in time for consideration at the general meeting are considered, unless otherwise specified, by a simple majority vote. Voting must take place in writing if one of the members present so wishes. In the event of a tie, the proposal is void.

PCS. 10. In the case of exclusion of members or voting on candidates, voting must take place in writing.

PCS. 11. EWB-DK's general meeting is streamed digitally and live to members after prior registration for participation. Votes cannot be cast online, cf. the possibility of casting a prior postal vote.

## **§ 5 Extraordinary general assembly**

PCS. 1. An extraordinary general meeting is held when the board deems it necessary, or when at least 50 members submit a reasoned request to the board in writing.

PCS. 2. An extraordinary general meeting at the request of members is held no later than four (4) weeks after the request has come to the knowledge of the board.

PCS. 3. An extraordinary general meeting is called with at least two (2) weeks' notice by e-mail to the members and on EWB-DK's website.

PCS. 4. At an extraordinary general meeting, the same voting rules etc. apply. as at the ordinary general meeting, cf. § 4 Subsection 8 and 9.

## **§ 6 The organization's management**

PCS. 1. The board has overall management responsibility for the organization. The board consists of the chairman and eight (8) members and three (3) deputies. The chairman is elected for two (2) years at a time in odd-numbered years. To ensure continuity on the board, the other board members are elected for two (2) years at a time.

PCS. 2. Alternates are elected for one (1) year at a time.

PCS. 3. If a member of the board resigns, an alternate will be appointed for the remainder of the member's term of office. The board can at any time appoint new substitutes to replace them. The organization's members must be informed of such changes without undue delay.

PCS. 4. The board must hold its first meeting no later than two (2) weeks after the general meeting, and here the board constitutes itself with a deputy chairman and treasurer.

PCS. 5. The board determines its own rules of procedure.

PCS. 6. The board is competent to make decisions in the presence of at least 5 board members.

## **§ 7 Finance, accounting, and auditing**

PCS. 1 The organization's financial year follows the calendar year.

PCS. 2 The accounts are carried out in accordance with good accounting practice and are audited and signed by the publicly approved auditor elected by the general meeting.

## **§ 8 Signing and obligation**

PCS. 1. The organization is bound externally by the signature of the chairman or a member of the executive committee together with the general secretary. However, in the event of significant legal actions, the organization is signed by all board members.

PCS. 2. The members do not have any personal liability for the organization's obligations.

## **§ 9 Amendments to the articles of organization**

PCS. 1. The articles of organization can only be amended with a 2/3 majority of the votes cast at the general meeting.

PCS. 2. Amendments enter into force immediately after the general meeting where they are adopted.

### **§ 10 Resolution**

PCS. 1. A decision to dissolve Engineers Without Borders - Denmark can be made at an ordinary general meeting, if at least 2/3 of those present vote in favor of a proposal to dissolve the organization. If the proposal is adopted, an extraordinary general meeting must be called with 14 days' notice. The members present must only vote on the dissolution of Engineers Without Borders - Denmark. The organization is dissolved when at least 50% of the members present vote for dissolution.

PCS. 2 In the event of dissolution, liquidation proceeds or profits accrue to another non-profit organization in Denmark. This is appointed by the board.

### **§ 11 Approval**

These articles of organization have been approved at an extraordinary general meeting on 17 May 2022.