



Swedish Committee for Afghanistan

## **Statutes of the Swedish Committee for Afghanistan (SCA)**

Latest revision adopted by the Annual General Meeting in Stockholm, May 24, 2014.

### **Article 1 Aims**

- 1.1 The registered name of the Association is the Swedish Committee for Afghanistan (SCA).
- 1.2 The purpose of the Committee's operations is to:
  - a) support Afghanistan's national independence,
  - b) conduct development work in Afghanistan to promote democratic, economic and social development in the country
  - c) conduct fundraising operations to obtain funds for SCA's development activities
  - d) disseminate information about conditions in Afghanistan and about SCA's development activities, and to shape public opinion and thereby promote solidarity with the people of Afghanistan.

### **Article 2 Status**

- 2.1 The Swedish Committee for Afghanistan is independent of political and religious organisations in Sweden and other countries.

### **Article 3 Membership**

- 3.1 Anyone who supports the aims of the Swedish Committee for Afghanistan as defined in Article 1 and pays the membership subscription can become a member. Membership fee is decided by the Annual Meeting for members in Sweden. Local committees outside Sweden shall propose a fee for its members to the SCA Board which will take the decision.
- 3.2 Any organisation that supports the aims of the Swedish Committee for Afghanistan as defined in Article 1 can become a member by paying the membership subscription and appointing a designated person to represent the organisation.
- 3.3 All members shall belong to a local committee. The formation and geographical scope of such committees shall be approved by the SCA Board of Directors.

- 3.4 The SCA Board can, after consultation with the local committee concerned, exclude any member whose actions conflict with the Committee's aims and status as defined in Articles 1 and 2. The SCA Board can dissolve any local committee whose activities are incompatible with the Committee's aims and status as defined in Articles 1 and 2.
- 3.5 Decisions of the SCA Board regarding exclusion or dissolution are subject to a two-thirds (2/3) majority. Any member excluded, and any local committee dissolved, has the right to appeal the decision prior to the next annual meeting. Decisions of the annual meeting in such cases are subject to a simple majority.

#### **Article 4 Annual Meeting**

- 4.1 The annual meeting, which is the highest decision-making body of the Swedish Committee for Afghanistan, shall normally be convened each year before the end of May. Time and place for the meeting are decided by the SCA Board. The negotiations are held in Swedish. Base documents for decisions are in Swedish, except for steering documents.
- 4.2 Notice of the annual meeting is to be sent to members not later than ten weeks prior to the meeting. The following documents shall be sent to delegates and local committees not later than four weeks prior to the annual meeting:
- Agenda
  - Board's annual report
  - Financial statements
  - Auditors' report
  - Motions, including expression of opinion by the SCA Board
  - Proposals by the SCA Board
  - Proposals by the nomination committee.
- 4.3 Both members and local committees are entitled to submit motions to the annual meeting and nominate persons for position of trust. Motions must be received by the SCA Board not later than eight weeks prior to the annual meeting. Nominations must be received by the nomination committee no later than March 1<sup>st</sup>, in order to be considered by the nomination committee.
- 4.4 Each local committee in Sweden is entitled to elect one delegate to the annual meeting for each 25 members or part thereof, plus one delegate for up to 100 members and one delegate for each subsequent 100 members or part thereof.
- Local committees outside Sweden have the right to send one representative to the AGM within the frame of SCA's budget for costs of representation. If other financing can be found, same rules are applied as for a local committee in Sweden.
- The local committee shall send notification of the planned attendance of delegates and deputies to the secretariat not later than four weeks before the Annual Meeting.
- All members are entitled to attend, express their views and make suggestions. Voting is restricted to delegates elected by the local committee annual meetings.
- 4.5 Any member may be elected as a member of the SCA Board or to any other position of trust.
- A member who is employed by SCA may not be elected as a delegate to an annual meeting or hold a key position of trust. Board member or deputy board member cannot be appointed delegate of his or her local committee.

4.6 The annual meeting is managed by a presiding committee elected by the meeting. Voting on all items is open unless a ballot is requested. All items are decided by a simple majority, unless specifically stipulated otherwise in the statutes. Any ballot paper with more or fewer names than the number of people to be elected is invalid. If an equal number of votes ~~is~~are cast, lots shall be drawn. To be elected, a candidate must receive at least half the votes cast by those entitled to vote.

Minutes are recorded at the annual meeting, and checked and verified by the chairperson and two persons elected by the meeting. The verified minutes shall be sent to the local committees and delegates as soon as possible, but not later than eight weeks after the annual meeting.

4.7 The nomination committee shall consist of five members, one of whom is specifically elected as chairperson. The nomination committee prepares for elections held at the annual meeting in accordance with the statutes, with the exception of elections to the nomination committee.

A member of the Board who is leaving the SCA Board at an annual meeting cannot be elected to the nomination committee. Members of the nomination committee may not propose themselves for office.

The nomination committee pursues its tasks as of the date it is elected until the next regular annual meeting.

Both members and local committees are entitled to propose candidates to the nomination committee.

At the annual meeting, the nomination committee shall submit proposals for members of the Board, SCA's auditors and their deputies. A candidate who is proposed must have accepted nomination. The nomination committee must make sure that no candidate is in liquidation, has a record of non-payment or has a ban on business operations. At least half of the board members shall live within the European Economic Area. At least one of the board members shall live in Sweden, in order to on behalf of the organisation receive notifications.

The nomination period expires at the point in time determined by the current annual meeting.

4.8 The agenda for the annual meeting must at least include the following items:

- 1 Drawing up a register of voters
- 2 Confirmation that the annual meeting has been announced in accordance with the statutes
- 3 Election of the chairperson and secretary of the annual meeting
- 4 Approval of the agenda
- 5 Order of the meeting and appointment of a committee to propose a nomination committee
- 6 The latest time at which nominations to the Board can be made
- 7 Election of two persons to check the minutes and count votes, who shall check and verify the minutes of the annual meeting together with the chairperson
- 8 Presentation of the SCA Board's annual report, including financial reports, and the auditors' reports
- 9 Approval of the income statement and balance sheet
- 10 Discharge of the SCA Board from liability for the fiscal year
- 11 Discussion of motions

- 12 Discussion of proposals by the SCA Board
- 13 Approval of membership fees and their distribution in Sweden
- 14 Discussion of any changes in SCA's policy and strategy documents
- 15 Election of the Board
  - a. Election of the chairperson or deputy chairperson for two years
  - b. Election of four or three other Board members for two years
  - c. Election of two deputies for one year
- 16 Election of two auditors and their deputies for one year
- 17 Approval of procurement of services from authorised public accountants
- 18 Election of a person legally responsible for publication of the Afghanistan-Nytt periodical
- 19 Nomination committee:
  - a. Adoption of guidelines for the work of the nomination committee
  - b. Election of the chairperson of the nomination committee and four other members

- 4.9. A special annual meeting shall be held when at least one third of the local committees or at least one tenth of SCA's members so request. The SCA Board can call a special meeting on its own initiative with the support of a simple majority. The organisation's auditors can also call a special annual meeting if they are strongly considering not recommending discharge of the SCA Board from liability.

The SCA Board shall send a notice of meeting to members not later than two weeks after a special annual meeting has been requested as described above, and not later than four weeks before the date of the meeting. The local committees shall elect representatives in the same manner as for the annual meeting (Article 4.4) at a special meeting of members to be called two weeks in advance.

A special annual meeting can only consider those issues that led to the meeting being called. When electing to positions of trust nominations must, in order to be considered by the nomination committee, be received by the nomination committee no later than three weeks prior to the special annual meeting.

The agenda and other documents shall be sent to the local committees and representatives not later than two weeks before the special annual meeting. The verified minutes of the meeting shall be sent to the local committees and representatives not later than eight weeks after the meeting.

## **Article 5 The SCA Board and Executive Committee**

- 5.1 The SCA Board shall consist of 9 members elected by the annual meeting for a period of two years, and two deputy members for a period of one year.

The annual meeting decides the order in which they substitute absent members with right to vote.

If a member of the Board resigns when at least one year of the mandate period remains, a by-election shall be held at the next annual meeting.

- 5.2 The chairperson decides the time and place of meetings. Notice of Board meetings, an agenda and documentation are to be dispatched not later than one week prior to the meeting. Deputy members are also called to Board meetings and are entitled to be present, speak and make proposals. In the absence of a regular member, a deputy member substitutes the regular member with a right to vote.

The SCA Board shall meet at least six times a year. Meetings are managed by the chairperson or deputy chairperson. Minutes of meetings are recorded, including the reasons for important decisions, and are checked and verified by the chairperson of the meeting and a member appointed by the Board. The Board shall establish formal rules of procedure.

The SCA Board has a quorum when five members with a right to vote are present, including the chairperson or deputy chairperson. A decision by the SCA Board is defined as the view adopted by a majority of members. In the case of an equal vote, the chairperson has the casting vote.

- 5.3 The SCA Board shall appoint an executive committee from among its members consisting of at least four persons. The chairperson of the executive committee is appointed separately. Special delegation instructions are issued for the executive committee. Decisions are taken by a simple majority. The presence of at least three members is required for a quorum.

The SCA Board may appoint other committees to assist it, and must simultaneously issue instructions for such committees.

The SCA Board and the executive committee are entitled to invite specific persons to participate in meetings of the Board or for discussion of a particular issue. Such persons are entitled to express their opinions and make proposals.

- 5.4 The SCA Board is SCA's supreme decision-making body between annual meetings and shall
- a) implement decisions made by the annual meeting
  - b) work for the development of SCA in accordance with its statutes and decisions made by the annual meeting
  - c) make decisions on budgets and operational plans and assume overall responsibility for SCA operations in Sweden and development work in Afghanistan
  - d) decide who is to be entitled to sign on behalf of the organisation
  - e) take the initiative for the development of SCA's regional and local activities, in cooperation with the local committees
  - f) make decisions concerning recruitment and appointment of a Secretary General to be in charge of all of SCA's ongoing activities and report to and accept responsibility before the Board.
- 5.5 Individual members and local committees are entitled to present proposals to the SCA Board, and the Board is obliged to discuss the issues raised.
- 5.6 Neither elected members or deputy members of the Board, nor association accountants, are remunerated. In exceptional cases, temporary assignments with tasks that go beyond what can be expected within in the context of the ordinary work of the Board, compensation can be made for loss of other income. This shall in such cases be decided by the Board.

## **Article 6 Auditing**

- 6.1 The Swedish Afghanistan Committee's fiscal and accounting year is the calendar year.
- 6.2 The SCA Board's administration is to be reviewed by two auditors elected by the annual meeting.

All of SCA's financial statements and accounts are to be examined by one or more authorised public accountants, whose services are procured by the nomination committee and who are ratified by the annual meeting.

- 6.3 Both SCA's own auditors and the authorised public accountants shall produce audit reports, which shall be delivered to the annual meeting with a recommendation to grant or deny discharge from liability.
- 6.4 The auditors are to be informed of SCA Board meetings and an association auditor is to present the audit report at the annual meeting.  
SCA's annual report shall be made available to the auditors not later than six weeks prior to the regular annual meeting.  
The auditors are entitled to have access to all SCA documents whenever they wish.
- 6.5 The auditors are entitled to attend annual meetings and special annual meetings, and to express their opinions.

## **Article 7 Local Committees**

- 7.1 The name of the local committee and the geographical area it covers are determined by the SCA Board, in consultation with the local committee concerned.
- 7.2 In accordance with the statutes and the orientation determined by the SCA annual meeting, local committees are assigned to
- disseminate information about Afghanistan and SCA's operations and participate in SCA's opinion-forming work
  - raise funds for development assistance operations
  - recruit members
  - offer members active and meaningful membership activities
- 7.3 Each local committee shall hold its annual meeting before the end of March each year. The Board of each local committee must notify members in its area of the local committee's annual meeting at least two weeks in advance.  
The agenda and other documentation shall be made available to members at least two weeks before the annual meeting.  
Members are entitled to submit motions to or at the annual meeting.  
All members of the local committee are entitled to vote. Members of the Board are not entitled to vote on the Board's management, the granting of discharge from liability or the election of auditors.  
A member or deputy of the SCA Board may not be elected as a delegate to the SCA annual meeting.
- 7.4 The local committee's annual meeting shall, as a minimum, address the following items:
- a) the Board's annual report and financial statements, and the auditors' reports
  - b) discharge from liability for the Board
  - c) adoption of an operating plan and budget
  - d) motions
  - e) proposals by the Board
  - f) elect the chairperson and at least two other members of the Board, an auditor and a deputy auditor
  - g) elect delegates to the SCA annual meeting

Following the local committee's annual meeting, copies of the minutes of the annual meeting, the annual report, the financial report and the audit report are to be submitted to the SCA secretariat.

Any local committee that has not held an annual meeting and provided the secretariat with the minutes of the meeting as stipulated above within the statutory time, but not later than the end of April, shall be regarded as dormant.

- 7.5 A local committee can be dissolved following a decision taken by at least three-quarters (3/4) of the votes cast at a regular annual meeting and confirmed by a similar decision taken at a special annual meeting to be held within three months. Dissolution of a local committee may only be discussed if all members have been informed of the intention to do so in a written notification of the meeting.

If all activities of a local committee have ceased and no annual meetings have been held for two consecutive years, the SCA Board can decide on discontinuation, since a dissolution procedure as stated above cannot be carried out.

If a local committee is dissolved, its assets accrue to SCA. The SCA Board decides to which local committee the remaining members will belong in the future.

## **Article 8 Amendments to the Statutes and Dissolution of the Swedish Committee of Afghanistan**

- 8.1 Amendments to SCA's statutes shall be decided by the annual meeting, which also determines the date when such an amendment is to enter into force. The annual meeting can only decide matters relating to the statutes that have been specifically raised in motions or in proposals by the Board. A decision calls for a two-thirds majority.

However, in the case of a decision concerning amendment of Article 1 or 2, a unanimous decision is required at a regular annual meeting, or at least a two-thirds majority at two consecutive annual meetings with at least a three-month interval between them, one of which must be a regular annual meeting.

Members' proposal to amend SCA's statutes shall reach the SCA Board not later than eight weeks before the annual meeting and shall be sent, together with the SCA Board's comments, to local committees and delegates not later than four weeks before the annual meeting.

- 8.2 A decision to dissolve SCA must be taken at an annual meeting by a four-fifths (4/5) majority and confirmed by a similar decision taken at a special annual meeting to be held within three months.
- 8.3 If SCA is dissolved, any assets held shall accrue to another non-profit NGO working with similar activities in Afghanistan.