

# **Constitution for the Denmark Lesotho Network**

## **NAME AND LOCATION**

The name of the support association for Lesotho, is “The Denmark Lesotho Network”. The association is based in Århus, Denmark.

## **§ 1. PURPOSE / MISSION**

The missions of the Denmark Lesotho Network are: To support in Lesotho, initiatives for improved living conditions and promotion of development in the country. To promote contact and exchange between people of Lesotho and Denmark.

## **§ 2. MEMBERSHIP**

The membership is open for everybody who agrees to the mission statement, and contributes the Annual Members Fee. The membership can be either individual or institutional. The institutional Annual Member Fee is equal to the fee for an individual member. The Annual Members Fee is paid for the calendar year, and up-to date payment is a condition for all members rights at the Annual General Meeting (AGM). The Annual Members Fee should be paid to the Network accounts prior to the AGM. The Annual Members Fee is decided annually by the AGM.

## **§ 3. THE ANNUAL GENERAL MEETING**

The Annual General Meeting (AGM) is the supreme decision making body of the Network. All memberships have one vote, and voting by proxy is accepted. Each institutional member have one vote to the AGM. The AGM is held before the end of the month April. The AGM is called by e-mail with at least three weeks notification. The written notification includes Annual Report and Annual Accounts and budgets. Proposals for discussion on the AGM, including constitutional changes, should be submitted to the Chairperson not later than 2 weeks prior to the AGM. An Extra-ordinary General Meeting (EGM) can be called in if so desired by 1/5 of the ordinary members or 2 members of the Steering Committee. An EGM should be called by e-mail with a three weeks notification to all members. Agenda for the AGM should at least include: a). Elections of Chair and Reporter. b). Report from the Steering Committee. c). Reports from Working Groups. d). Report of Accounts. e). Proposals received for the AGM f). Decision about the Annual Members Fee. g). Elections

for the Steering Committee and Auditors. h). Any other business (AOB). AGM takes decisions by simple majority voting, if not against rules stated in the constitution. The Chair of the AGM can not be a member of the Steering Committee. The AGM is the supreme body of the Network, and can take all kind of decisions required.

## **§ 4. STEERING COMMITTEE**

The AGM elects the Steering Committee (SC). The SC comprise 4 members, elected for a two years term, with two elections/re-elections every year. The AGM elects two alternates. Alternates are elected for one year. In case, a full member of the SC untimely withdraws, the first alternate takes over with full member responsibility. The SC appoints its Chair, Treasurer and Secretary at its first meeting after the AGM.

## **§ 5. THE DUTIES OF THE STEERING COMMITTEE (SC)**

The SC takes all internal-, and external responsibility for the running of the Network. The SC decides its own procedures. SC-Meetings are held when deemed required by the Chair, or two SC members. The SC Meeting is called in writing, with an Agenda stating matters to be dealt with. The SC takes decisions with simple majority. In case equal voting, the vote of the Chair is decisive. The SC is in quorum when three members are present in the meeting. The SC supports Working-Groups (WG) to solve specific duties of importance for the Network. Every WG has a right to be presented by one representative at the SC Meeting.

## **§ 6. THE RUNNING OF THE NETWORK**

All running expenses are to be covered by Members Fees, fund-raising, activities or contributions from funds, institutions, organizations or the like. Contributions can never include conditions against the Constitution of the Network, or decision taken by the AGM and/or decisions taken by the SG.

## **§ 7. ACCOUNTS AND TREASURES**

Network accounts follows the calendar year. Accounts should be audited by two auditors prior to the AGM. The two auditors are elected, among members, during the AGM by simple majority. The Treasurer is responsible for proper care of the income to the Network, and for payments approved by the SG. The Treasurer register in the cash-book all income and expenditures, and drafts Annual Accounts for the Network. All Network assets

should be maintained safe, and cash money beyond required for running the daily affairs should, if not otherwise decided by the AGM, be held in the bank or the like.

## **§ 8. SIGNING RIGHTS AND RESPONSIBILITIES**

The Network is represented by the signature of the Chair and the Treasurer. Members of the Network and/or of the SC are not personal responsible for any liability related to the Network.

## **§ 9. POSSIBLY EXCLUSION OF MEMBERS**

A member not respecting the Constitution of the Network, can be expelled after decision taken by the AGM or the EGM.

## **§ 10. THE POSSIBLY TERMINATION OF THE NETWORK**

The Network can be dissolved if a proposal of doing so, is approved by the AGM or the EGM. In such a case, the AGM also decides how possible remaining assets of the Network, can be utilized in accordance with the mission of the Network, if assets are for one reason or another, not transferred to a NGO in Lesotho.

*This translation is developed in April 2006. The translation is based on the Danish version of "Vedtægter, approved by AGM 13 September 2003 with amendments year 2004, 2005 and 2006". In case of any discrepancy between the two versions, the Danish version applies.*