

Statutes adopted at the founding general meeting 3.12.2024

1. Name and registered office of the association:

The name of the association is: Fredsby København /Peace city Copenhagen:

The association is a non-profit organization

Its registered office is in the City of Copenhagen.

2. Purpose of the Association:

The association's purpose is to work for peace in the world through peaceful means – based on UN Sustainable Development Goal 16: "Peace, Justice and Strong Institutions". This goal is about supporting peaceful and inclusive societies, providing access to justice for all and building effective, accountable and inclusive institutions at all levels.

2A: The association will work for all fundamental conflicts between people to be resolved peacefully, for the safety and freedom of all people. The organization initiates activities and communities for peace.

2B: Ministry of Peace: The association will work for the establishment of a Ministry of Peace in Denmark to work for initiatives for peace and security in Denmark and the world based on UN Sustainable Development Goal 16: Peace, justice and strong institutions.

2C: The association will work to integrate Copenhagen into a network of peace cities: "International Cities of Peace".

3: The purpose of the association is sought to be realized, among other things, as follows:

3a: The above-mentioned purpose is pursued to the greatest extent possible in cooperation with and in respect of organizations, institutions, authorities and companies etc. with related purposes.

3B: The association works independently of political parties and fixed political affiliations – as an NGO urban organization without borders.

3C: Peace activism: work to bring together all forces working according to the association's purpose.

3D: Peace research and education: work to bring together research and relevant education at all levels according to the association's purpose and be inspired by the 17 UN Global Goals.

3E: Peace Innovation: work to bring together innovative forces at all levels from the individual to research, institutions, authorities, business, organizations and all social contexts for targeted collaboration on solutions and new products and innovation in accordance with the association's purpose.

4: Membership rights:

4A: Anyone who wants to support the association's main purpose by participating in peace initiatives or otherwise helping to fulfill these can be admitted as members.

4B: Peace City Copenhagen is built on:

- a) individual members and
- b) collective members.

4Ba: Individual membership is open to anyone who agrees with the purpose of Fredsby Copenhagen.

4Bb: Institutions and national organizations as well as companies that wish to contribute to the promotion of Peace Village Copenhagen's purpose may be admitted as collective members after approval by the Board of Directors.

There are three dues categories for collective members:

- 1: umbrella organizations and other nationwide organizations with more than 500 members,
- 2: smaller organizations with less than 500 members, and
- 3: companies and institutions with observer status.

4C: Membership rights are acquired upon first payment of the membership fee, however, voting rights at general meetings are not acquired until one month after payment.

4D: Membership rights cease upon resignation/by board decision on expulsion, cf. § 6.1/by membership fee arrears, cf. § 6.2.

5: Funding and dues:

5A: The association is financed through membership fees and possible donations

5B: Membership fees paid are non-refundable.

5C: The membership fee is determined each year at the Association's annual general meeting for the coming year.

5D: Dues are collected once a year.

6: Exclusion

6.1 The Board of Directors may, with a 2/3 majority of all board members, decide to expel a member who opposes the association's purpose.

6.2: For members who do not pay the membership fee on time, the membership will lapse after at least two demands.

7: Management

7.1: The association is managed by a board of **3 – 7 members + 2 alternates** elected at the general meeting.

7.2: Every two years, half of the board is elected and every two years the other half is elected. Deputies have the right to participate with speaking rights in board meetings.

7.3: The board constitutes itself and elects a chairperson, vice-chairperson and a treasurer from among its members.

7.4: In connection with the establishment of the association, the founders may decide that only a temporary board of directors shall be elected as the first board of directors of the association. In that case, the temporary board may convene an extraordinary general meeting during the year to elect a board.

7.5: Members of the Board of Directors do not receive remuneration for participation in the Board of Directors, but expenses are covered by prior agreement.

7.6: The Board of Directors ensures that the Association is operated in accordance with legal requirements and the provisions of the Articles of Association.

7.7: Minutes shall be kept of discussions and decisions at board meetings.

8: Disqualification:

8.1: A board member may not participate in the consideration of a given issue, matter, etc. if the board member, for example as a representative of a specific interest group, has a significant interest therein.

8.2: The Board of Directors must approve any agreements etc. between board members and the Association and agreements etc. between the Association and third parties in which board members may have a significant interest.

9: General Assembly:

9.1: General Meetings shall be convened in writing to each member with a notice of at least 2 weeks.

9.2: The notice must state which board members are up for election and which are up for re-election.

9.3: The General Assembly makes its decisions by simple majority. The general assembly is the highest authority of the association

9.4: Each member has one vote. Only members who have paid their dues are entitled to vote at the general meeting.

9.5: Votes may be cast by proxy in the absence of a member. Each member participant can participate with a maximum of 2 proxies.

9.6: Proposals from members must be submitted no later than one week before the general meeting

9.7: The annual general meeting shall be held each year no later than 3 months after the end of the financial year.

9.8: The agenda for the annual general meeting shall include:

1. Election of chairman of the meeting.
2. The Board of Directors' report on the Association's activities during the past year.
3. Presentation of accounts by the treasurer or deputy treasurer
4. Initiatives for the coming year.
5. Presentation of the budget.
6. Election of members to the Board of Directors.
(half odd years, half even years)

7. Election of alternates to the Board of Directors.
8. Election of auditor.
9. Determination of joining fee and membership fee.
10. Suggestions received
11. Optional.

9.9: The general meeting shall be chaired by a chairman appointed by the Board of Directors. The chairman of the meeting shall decide on all matters relating to the discussion and adoption of matters.

9.10: Minutes from the general meeting signed by the chairman of the meeting and the chairperson of the board are published to all members no later than 3 weeks after the general meeting.

9.11: Extraordinary general meetings are held when requested in writing by at least 1/4 of the members.

10. Amendments to the Articles of Association:

10.1: To adopt resolutions on amendments to the articles of association, at least 2/3 of all votes must be represented at the general meeting and the resolution must be adopted by at least 2/3 of both the votes cast and the voting members attending the general meeting.

10.2: If the mentioned number of votes is not represented at the general meeting, but the resolution is otherwise adopted by 2/3 of both the votes cast and the voting members attending the general meeting, the Board of Directors shall convene an extraordinary general meeting within 14 days, at which the proposal may be adopted by 2/3 of both the votes cast and the voting members attending the general meeting.

11: Subscription rights and liability

11.1: The association is externally bound by the chairperson and one board member jointly. Only the association's assets are liable for the association's financial obligations. No member is liable at any time for the association's debts or deficits.

11.2: The Board of Directors shall ensure that the Association's full name and CVR number are disclosed when entering into agreements on behalf of the Association. Agreements must be approved by the Board of Directors.

11.3: Resigned or excluded members have no share in the Association's assets and cannot claim payment of any part of the Association's assets or funds.

12: Annual report and audit

12.1: The Association's financial year and membership fee year is the calendar year.

12.2: The annual accounts/accounting report shall be sent to the members of the Association no later than at the same time as the notice convening the annual general meeting.

12.3: The association's auditor is elected by the general meeting. The auditor may be re-elected.

12.4: If the Organisation is subject to mandatory auditing under the Danish Financial Statements Act or other legislation, or if the general meeting otherwise decides that the Organisation's financial statements/report must be audited, the general meeting shall decide by simple majority vote: The Association has opted out of an audit

12.5: The annual accounts/report must contain a statement from the auditor on the correct use of public funds

13: Resolution:

13.1: A decision to dissolve the Association shall be made by the general meeting subject to the same requirements as for amendments to the Articles of Association. The same requirements apply to a decision to transfer all or significant parts of the Association's activities to others.

13.2: Upon dissolution of the Association, the assets of the Association shall, after payment of all creditors and settlement of any disputes, be used for purposes consistent with the objects of the Association