



## Statutes of Danish Refugee Council

Adopted at the Council meeting on 28 May 2008.

## **Member organisations 2008**

ADRA Denmark

Amnesty International

The Danish People's Aid (DPA)

CARE Denmark

The Confederation of Danish Employers

The Danish Writers Association

Council of Danish Artists

The Danish Union of Teachers

The Danish Musicians' Union

The Danish Youth Council

The Jewish Community

3F, the United Federation of Danish Workers

FOA, Trade and Labour

Danish United Nations Association

DanChurchAid

The Joint Council for Salaried Employees and Public Servants

The Union of Commercial and Clerical Employees in Denmark

Engineers without Frontiers

The Churches' Integration Service

The Women's Council in Denmark

The Danish National Association of Gays and Lesbians

The Danish Confederation of Trade Unions

The Danish Association for International Co-operation

Save the Children Denmark

Sct. Georgs Gilderne in Denmark (The International Scout and Guide Fellowship)

The Inter-Cultural Christian Centre in Denmark

Ibis (Danish development organisation)

The Danish Association of Youth Clubs

UNICEF Denmark

## Section 1 Name and Registered Office

The name of the Association is the Danish Refugee Council. The Association is based on member organisations and voluntary groups having a cooperation agreement with the Danish Refugee Council. Furthermore, the Association may recruit individual supporting members. The Association's registered office is situated in Copenhagen.

## Section 2 Aims

The Danish Refugee Council is a private independent organisation whose aim is to protect refugees and internally displaced persons from persecution and promote lasting solutions to refugee problems on the basis of humanitarian principles and human rights.

Subsection 2. In collaboration with its member organisations and the voluntary groups, the Danish Refugee Council shall involve the Danish public in the refugee work and ensure coherence between the national and international tasks undertaken by the organisation.

## Section 3 Admission

On application, the Council may admit new members to the Danish Refugee Council provided that no less than half the Council members entitled to vote, see section 8(3), vote in favour of the appropriate resolution at an ordinary Council meeting. Membership is only open to non-party-political, voluntary, nation-wide humanitarian and international organisations that work on a democratic basis and whose aims conform to Section 2.

## Section 4 Resignation

Organisations may resign their membership of the Danish Refugee Council at the end of a calendar year, subject to three months' written notice.

## Section 5 Exclusion

If a majority of the Executive Committee members find that a member organisation does not fulfil the criteria for continued membership, the Executive Committee may recommend to the Council that the relevant organisation be excluded from the Danish Refugee Council. The organisation shall be excluded if no less than two-thirds of the Council members entitled to vote, see section 8(3), vote in favour of the appropriate resolution at a Council meeting. The exclusion shall take effect as from the date of the Council's decision.

## Section 6 Effect of Termination of Membership

If an organisation's membership terminates pursuant to Sections 4 or 5, the relevant organisation shall not be entitled to a share of the Danish Refugee Council's assets.

## Section 7 Admission to Other Organisations

The Danish Refugee Council may apply for admission to other organisations if no less than half the Council members entitled to vote, see section 8(3), vote in favour of the appropriate resolution at an ordinary Council meeting.

Subsection 2. The Executive Committee may decide that the Danish Refugee Council shall participate in collaborations with a view to solving concrete individual tasks.

Subsection 3. On admission to another organisation, the Executive Committee decides who shall represent the Danish Refugee Council in the relevant organisation.

## Section 8 The Council

The Danish Refugee Council's supreme authority is the Council, which consists of up to three representatives of each member organisation, six representatives of the voluntary groups and advisory services for refugees that have concluded a co-operation agreement with the Danish Refugee Council, and of the Executive Committee.

Subsection 2. The Council shall be legally competent to transact business when due notice of the meeting has been given and no less than half the Council members entitled to vote, see section 8(3), are present.

Subsection 3. Each member organisation has one vote on the Council. The six representatives of the voluntary groups and advisory services for refugees that have concluded a co-operation agreement with the Danish Refugee Council and the members of the Executive Committee have one vote each. They cannot vote by proxy, but no later than 24 hours before the start of the Council meeting the member organisations and the voluntary groups may register a substitute for a Council member who is unable to attend. Decisions shall be made by a simple majority vote, unless the Statutes provide otherwise.

Subsection 4. Representatives of public authorities, staff organisations or others may take part in Council meetings with the right to speak, but not to vote.

## Section 9 Ordinary Council Meetings

Ordinary Council meetings shall be held every year before the end of the second quarter.

Subsection 2. The meeting shall be convened by the Chairman at no less than one month's notice. Proposals that Council members wish the Council meeting to consider shall be submitted in writing to the Chairman no later than 21 days before the Council meeting. No later than 14 days before the Council meeting, the Chairman shall circulate any proposals as well as the annual report and an agenda, which as a minimum shall include the following items:

1. Election of chair
2. Chairman's report
3. Adoption of the annual report
4. Determination of annual subscription fees
5. Even years: Election of Chairman of the Danish Refugee Council (see Section 11(1))
6. Election of other Executive Committee members (see Section 12)
7. Even years: Appointment of state-authorized public accountant(s) (see Section 17(5))
8. Even years: Election of two Audit Committee members (see Section 17(6))
9. Consideration of proposals submitted
10. Determination of time and place of the next year's Council meeting.
11. Any other business

## Section 10 Extraordinary Council Meetings

Extraordinary Council meetings shall be held if the Chairman or no less than three Executive Committee members consider it necessary or if no less than four member organisations or no less than three member organisations together with the group of voluntary representatives submit a written request with an agenda stating the reasons for the request.

Subsection 2. The meeting shall be convened in writing by the Chairman at no less than 14 days' notice, with a specification of the agenda, and shall be held no later than one month after the request has been submitted or the decision made pursuant to subsection 1. The meeting shall be convened no later than eight days after the request has been submitted or the decision made pursuant to subsection 1.

## Section 11 Chairman

The Chairman of the Danish Refugee Council shall be elected by the Council for a two-year period. The Chairman may be elected outside the group of member organisations.

Subsection 2. The Chairman shall be elected from among the candidates nominated by the members of the Council. The Executive Committee shall invite nominations no later than two months before the Council meeting, allowing one month for submission of nominations. The names of candidates for the Chairmanship shall be communicated to the members of the Council no later than 14 days before the Council meeting. The Chairman may be re-elected for another two election terms.

Subsection 3. If the Chairman retires during his election term, the Executive Committee may temporarily appoint the Deputy Chairman (see Section 13(1)) as acting Chairman until the next ordinary Council meeting or call an extraordinary Council meeting to elect a Chairman to serve for the period until the next ordinary Council meeting.

## Section 12 Election to the Executive Committee

The Executive Committee consists of the Chairman of the Danish Refugee Council and six other members, elected personally by the Council for a two-year period. Election to the Executive Committee is for a two-year period, with three of the six seats up for election every year. The Chairman of the Danish Refugee Council shall also act as the Chairman of the Executive Committee.

Subsection 2. The Executive Committee members shall be elected at an ordinary Council meeting from among the nominated candidates standing in parallel. Each Council member may cast three votes, but may cast one vote only for an individual candidate.

The candidates obtaining the highest number of votes shall be elected to the Executive Committee.

The Chairman may be re-elected for another two election terms.

Subsection 3. If one or more of the other Executive Committee members retire from the Committee during their election term, the non-elected candidates having obtained the highest number of votes at the ordinary Executive Committee election shall join the Executive Committee, in descending order according to the number of votes received, to serve until the next Council meeting where an ordinary or supplementary election to the Executive Committee is held. Members elected in a supplementary election shall remain in office for the rest of the retired member's election term.

Section 13 Appointment of the Executive Committee, etc.

From among the Committee members, the Executive Committee shall elect a Deputy Chairman who shall also act as the Deputy Chairman of the Danish Refugee Council.

Subsection 2. The Executive Committee may allow representatives of public authorities, staff organisations or others to take part in Executive Committee meetings with the right to speak. In this connection, due allowance may be made for changes in the composition of the Executive Committee in the period between Council meetings.

Subsection 3. The Executive Committee shall meet at least five times a year, but otherwise as and when requested by the Chairman or no less than two Executive Committee members.

Subsection 4. The Executive Committee shall aim for unanimous decisions. Decisions may be made by a simple majority vote. In case of an equality of votes, the Chairman shall have the casting vote.

Section 14 The Executive Committee's Functions

The Executive Committee shall be responsible for the management of the Danish Refugee Council in the period between Council meetings in accordance with the guidelines laid down by the Council.

Subsection 2. The Executive Committee may set up standing sub-committees to prepare and possibly independently decide on subjects within a fixed sphere of activity. Wherever possible, the chairman of a sub-committee shall be an Executive Committee member. The Chairman and Deputy Chairman of the Executive Committee may take part in the sub-committee meetings.

Subsection 3. The Chairman may make urgent decisions that are within the powers of the Executive Committee, if possible in consultation with the chairman of the sub-committee responsible for the relevant area. Such decisions shall subsequently be submitted to the Executive Committee for approval.

Subsection 4. The Executive Committee shall adopt rules of procedure for the Committee's activities. The Executive Committee shall also determine the composition and terms of reference of the sub-committees. The composition and terms of reference of the sub-committees shall subsequently be communicated to the Council.

## Section 15 The Secretariat

A Secretary-General appointed by the Executive Committee shall head the Secretariat of the Danish Refugee Council. Other senior members of staff shall be appointed by the Executive Committee on the recommendation of the Secretary-General.

Subsection 2. The Executive Committee shall lay down the detailed rules for the functions and powers of the Secretary-General.

## Section 16 Liability and Power to Bind the Association

The Danish Refugee Council is only liable to the extent of the Association's own assets.

Subsection 2. The Danish Refugee Council may raise bank credits and loans for the purposes mentioned in Section 2. The Executive Committee shall make any such decision unanimously.

Subsection 3. The Danish Refugee Council shall be bound in legal transactions by the joint signatures of the Chairman or the Secretary-General and a member of the Executive Committee or by the joint signatures of the Chairman and the Secretary-General. The Executive Committee may grant powers of procuration to individuals to sign jointly.

## Section 17 Annual Report and Audit

The financial reporting period coincides with the calendar year.

Subsection 2. The Executive Committee shall oversee that book-keeping and asset management are monitored satisfactorily given the nature of the Association. The Secretary-General shall ensure that the book-keeping of the Association is in accordance with the provisions in the relevant legislation and that the asset management is handled in an appropriate manner.

Subsection 3. The Annual Report shall be presented clearly in accordance with applicable legislation and the provisions of the Statutes.

Subsection 4. The Annual Report shall give a true and fair view of the assets and liabilities of the Association, its financial position and results.

Subsection 5. One or more state-authorized public accountants appointed by the Council shall audit the Annual Report.

Subsection 6. An Audit Committee consisting of the external auditors, the management of the Secretariat and two representatives elected by the Council shall monitor the auditing of the Danish Refugee Council. These two representatives may be elected externally and shall have the necessary financial and legal expertise. They shall be elected for a two-year period. The terms of reference of the Audit Committee shall be laid down by the Executive Committee and subsequently be communicated to the Council.

## Section 18 Amendments to the Statutes

The Statutes of the Danish Refugee Council may be amended if at least two-thirds of the Council members present and entitled to vote, see section 8(3), but no less than half the total number of Council members entitled to vote, are in favour at an ordinary Council meeting.

## Section 19 Dissolution

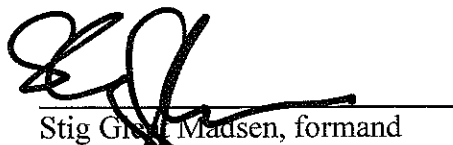
The Danish Refugee Council may be dissolved if at least two-thirds of the Council members entitled to vote, see section 8(3), vote in favour of the appropriate resolution at two successive Council meetings.

Subsection 2. If the Association is dissolved, its assets shall be divided between the member organisations for the purposes of national and international refugee work according to proposals adopted by the Council.

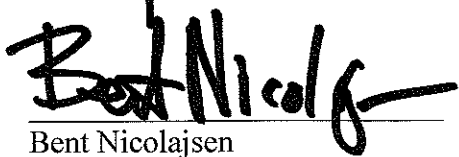
## Section 20 Entry into force

The present Statutes, which were revised and adopted at the Council meeting of the Danish Refugee Council on 28 May 2008, shall come into force on 28 May 2008.

Forretningsudvalg



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