

# Statutes

Org No. 992100125

§ 1 The name of the association is CapaCare. The association is headquartered in Trondheim, Norway.

§ 2 The purpose of the association is the training of medical professionals in areas where there is a shortage of such personnel. The association also works to raise funds and recruit health professionals to accomplish this purpose.

§ 3 CapaCare consists at all times of those members whom the majority of the Board has invited to participate in the association. To become a member you must register with the association and pay the membership fee set by the Board.

## **ANNUAL GENERAL MEETING**

§ 4 The Annual General Meeting (AGM) functions as CapaCare's highest authority. All registered members are entitled to vote at the AGM.

§ 4.1 Members who are not present at the AGM can transfer their votes to members present at the AGM. Any present member can cast a maximum of 3 votes at the AGM.

§ 5 The AGM is held once a year. The AGM elects the Board, approves accounts and can make changes to CapaCare's regulations. The AGM also addresses other incoming issues.

§ 5.1 The Board's tasks in advance of the Annual General Meeting:

- Submit proposals for the chairman, meeting secretaries and Protocol signatories
- Present the annual report for the period between the previous and the present AGM
- Propose a strategic plan for the next period
- Submit the audited accounts for the last calendar year
- Present issues that the Board or members wish to address at the annual general meeting
- Propose members for the nomination committee
- Propose an auditor

§ 5.2 The agenda for the Annual General Meeting shall include at least the following points:

- Approval of the meeting notice
- Election of a chairman of the meeting
- Annual report
- Accounts
- Election
- A strategic plan for the next period

§ 5.3 Any amendments to the statutes require 2/3 of all voters present. All other matters can be decided on by a simple majority.

§ 6 The notice of the AGM shall be announced in writing, either by letter or e-mail, at least 30 days prior to the AGM taking place.

All members have the right to submit proposals to the AGM. Proposals must be received by the

Board in written form no later than two weeks prior to the AGM.

The meeting agenda including received proposals shall be sent to the members in writing no later than 5 days prior to the AGM.

§ 7 A special AGM may be convened when the majority of the board or 25% of registered members are in favor. Topic to be discussed must be submitted in writing to the Board.

The special AGM shall be convened within 14 days after the Board has received the topic for the special AGM.

## **THE BOARD**

§ 8 The Board shall consist of at least three members and it is elected by the AGM.

The Board constitutes itself.

Board members are elected for two-year terms and two deputies may also be elected.

Board meetings are open and all members have the right to speak. Only present members of the Board have the right to vote. Minutes of board meetings shall be made available online to all members.

The Board is able to take decisions when more than 60% of its members are present.

All issues are decided on by single majority of the casted votes. Blank votes are considered as votes not cast. If there are equal numbers of votes for and against, the Chairman's vote will be decisive.

§ 9 The Board is responsible for the association's operations and management of finances between Annual General Meetings. All members of the board have signature rights.

Tasks can be delegated to others outside the Board.

§ 10 The association is responsible for incoming funds for the projects and for any funds spent on administration and information. Grants to the association cannot be linked to conditions that are not in compliance with the statutes, or with the Board's decisions.

The Association's accounts shall be kept in accordance with the rules of good accounting and are subject to reliable audit by an authorized or certified accountant. The accounting and annual report follow the calendar year.

## **TERMINATION OF THE ASSOCIATION**

§ 11 The termination of the association shall be approved in an annual general meeting where at least two thirds of those present vote for this.

§ 12 In case of a termination of the association, any financial surplus shall be transferred to Masanga's Friends, Høje-Taastrup, or to one or more other organizations working on a non-commercial basis with similar purposes.

*Amendments adopted by the Annual General Meeting on 19/07/2011*