

# Statutes of Oxfam Denmark

Revised at the General Assembly of Oxfam Denmark on 5 November 2022

## 1. Name

- (1) The Danish name of the organisation is Oxfam Danmark
- (2) Internationally, Oxfam Danmark may operate under the name of Oxfam Denmark.

*[We will refer to the international name, Oxfam Denmark, in this document.]*

## 2. Objects

Oxfam Denmark is a non-profit member organisation working for a just world in which all people have equal access to education, influence and resources.

Oxfam Denmark works with development in selected developing countries and combats the causes of poverty and inequality in Denmark and internationally.

## 3. Members of the organisation

- (1) Any person supporting Oxfam Denmark's objectives and wishing to contribute to the work of the organisation may join as an individual member. The Board may decide to introduce sponsorships and will determine the specific guidelines therefor.
- (2) Organisations, institutions, associations, private enterprises, federations, etc. supporting Oxfam Denmark's objectives and wishing to contribute to the work of the organisation may join as collective members. Collective members are subject to approval by the Board.
- (3) The Board is entitled to expel individual and collective members who in any material respect fail to comply with the Statutes and objectives of the association. Such resolution must be passed by a four-fifths majority vote of the Board.

## 4. Financial affairs

Oxfam Denmark is an association. Oxfam Denmark is liable only to the extent of the organisation's assets.

Oxfam Denmark's activities are funded by membership fees and contributions, public funds, fund-raising and other contributions.

## 5. Membership fees

Membership subscriptions are for terms of one year. Membership fees for individual members are determined at the Annual General Assembly on the recommendation of the Board. Membership fees for collective members are determined by the Board as agreed with the collective members in question.

## 6. Annual General Assembly

(1) Oxfam Denmark's Annual General Assembly is held each year in November at the latest.

(2) The agenda of the General Assembly must include the following business:

1. Election of the chairperson of the Assembly
2. Report by the Board
3. Work programme for next year
4. Approval of the audited financial statements
5. Fixing of membership fees for individual members
6. Approval of the budget
7. Proposals submitted
8. Election of members to the Board
9. Appointment of the Parliamentary Auditor
10. Appointment of auditors
11. Any other business

(3) Proposed amendments to the Statutes must be submitted to Oxfam Denmark not later than five weeks before the General Assembly. Other proposals to be submitted to the General Assembly must be submitted to Oxfam Denmark not later than three weeks before the General Assembly.

(4) The notice convening a General Assembly, including the agenda and any proposed amendments to the Statutes, must be communicated to all members not later than four weeks before the General Assembly.

(5) Any written bases of candidature for Board membership will be announced to the members through digital media from four weeks before the General Assembly.

(6) Two weeks before the General Assembly, the report of the Board, the financial statements, the proposed work programme, any other proposals and the budget will be forwarded to all members who have registered for the General Assembly, and such documents will also be made available at Oxfam Denmark's website.

## **7. Voting rights at the General Assembly**

(1) Collective members and individual members have one vote each.

(2) Individual members are entitled to vote and are eligible for election if membership has been registered and payment of membership fees has been made not later than one month before the General Assembly. The right to vote is subject to personal attendance. This does not apply to members domiciled abroad, who may vote by a written instrument of proxy issued to another member of Oxfam Denmark. A proxy cannot be entitled to vote on behalf of more than three members. Special rules apply to Board elections. See 9 below.

(3) Collective members are entitled to vote as from the date the Board has approved their membership of Oxfam Denmark. Collective members may vote by a designated representative.

(4) Unless otherwise explicitly stated in these Statutes, resolutions at the General Assembly are adopted by a simple majority of votes cast by the attending members. In the

case of an equality of votes, a new vote will be taken. If the second vote also results in an equality of votes, the proposal will be withdrawn.

## **8. Extraordinary General Assemblies**

(1) Extraordinary General Assemblies will be convened when requested in writing with specification of the issues to be considered either by not less than one fourth of Oxfam Denmark's individual members relative to the possible number of votes at the General Assembly or when decided by the Board.

(2) Extraordinary General Assemblies will be convened by the Board giving four weeks' notice. Extraordinary General Assemblies will be convened not later than one week from the Board's receipt of the written request.

Extraordinary Board elections can only be held if so resolved by two thirds of the votes present at the General Assembly. In that case, all members of the Board are up for election.

## **9. Election of members to the Board**

(1) The Board consists of ten members, nine of whom are elected by the General Assembly, and one of whom is elected by and among the paid employees of Oxfam Denmark in Denmark.

(2) The nine members elected by the General Assembly are elected at alternate General Assemblies for terms of two years so that at least four members are elected at General Assemblies held in even years and at least five members are elected at General Assemblies held in uneven years. Eligible for election to the Board are individual members, with the exception of employees or expatriated staff, and one representative for each collective member. Candidates for Board membership may be nominated orally until immediately prior to the election at the General Assembly. See also 6 above.

(3) Elections to the Board take place by secret ballot. Voting may take place by personal attendance at the General Assembly. Each candidate may only receive one vote per voting member.

(4) Votes must be cast as follows:

No. of members up for election to the Board	No. of votes per member
4	3
5	4
6	4
7	5
8	6
9	6

(5) Members of the Board are eligible for re-election. Alternate members will join the Board according to the number of votes received at the General Assembly and serve until the next Board election.

(6) The paid employees of the Secretariat will elect one member to the Board from among their number according to democratic principles and not later than two weeks before the General Assembly. The Board member elected by the employees is presented at the General Assembly together with the other newly elected Board members and will take up office at the same time as the other members. The Board member elected by the employees is elected for a term of two years.

## **10. Board**

(1) The Board is responsible for Oxfam Denmark's overall policy and the financial affairs of the organisation and approves transactions of a general nature in respect of the operation and development of the organisation. The Board authorises the organisation's representatives in Oxfam International to act on its behalf.

(2) The Board elects one of its members to act as Chairperson of the Board. The Board lays down its own rules of procedure and approves the terms of reference for the Board and committees set up by the Board. Board resolutions are adopted by a simple majority of votes. In the event of an equality of votes, the Chairperson has the casting vote.

(3) The Board elects among its members a steering committee, accountable to the Board, to supervise that the financial affairs are managed in accordance with the budgets and overall financial objectives determined by the Board. The Chairperson of Oxfam Denmark will be an ex officio member of the steering committee, and the Parliamentary Auditor will attend as an observer.

(4) The Board may set up other committees with special responsibilities. The Board may call in specialists for assistance.

(5) The Board may decide to establish one independent and/or cooperative legal entity, including for example a trust fund that operates within the objects of Oxfam Denmark.

(6) The Board member elected by the employees participates on the Board on the same terms as those applying to the other Board members and with the same responsibility and duty of confidentiality. The member will be considered to be disqualified in the consideration of resolutions on labour disputes, salary negotiations and similar subjects. Like the other Board members, the member may exclusively serve the interests of the association, and the member does not represent the other employees on the Board but contributes significant knowledge of the day-to-day operations which the other members of the Board do not possess.

(7) The Board appoints a Secretary General as head of the secretariat. The Secretary General is accountable to the Board in all matters relating to the day-to-day management of the secretariat.

## **11. Financial statements and powers to bind the organisation**

(1) The organisation's financial year is the calendar year.

(2) The organisation's financial statements are audited by an approved auditor, a registered public accountant or a state-authorised public accountant to be appointed by the General Assembly.

(3) The organisation is bound by the joint signatures of the Chairperson and the Secretary General or by the joint signatures of a four-fifths majority of the Board members. The Board may grant special powers of attorney to employees or Board members. However, no individual employee acting alone may sign for bank accounts.

## 12. Membership of Oxfam International

(1) Oxfam Denmark is a member of Oxfam International. This membership is governed by the overall policy adopted by Oxfam International's supreme authority, a membership agreement between Oxfam Denmark and Oxfam International and a licence agreement. Any amendments to the membership agreement must be approved by the Board.

## 13. Amendment of the Statutes

Resolutions to amend Oxfam Denmark's Statutes require that four fifths of the voting members present vote in favour of the resolution. Resolutions to amend the Statutes may be passed at the Annual General Assembly or an Extraordinary General Assembly. Proposed amendments to the Statutes must be submitted to Oxfam Denmark not later than five weeks before the General Assembly and communicated to all members not later than four weeks before the General Assembly.

## 14. Dissolution

(1) In order to be valid, a resolution to dissolve Oxfam Denmark must be made by three fourths of the individual members of the association at the Annual General Assembly or an Extraordinary General Assembly convened by the notices specified in 6 above.

(2) If a proposal for dissolution is not adopted by the required majority, but three fourths of the votes present vote in favour of the proposal, such proposal may be validly adopted at a new General Assembly by a three-fourths majority of the votes present. Such General Assembly must be held not earlier than one month and not later than thirteen months after the General Assembly at which the proposal for dissolution was adopted. The notice convening the General Assembly must contain the full wording of the proposal.

(3) In the event that Oxfam Denmark is dissolved, its assets will be dealt with as resolved by the General Assembly adopting the dissolution. Donated funds will be dealt with as agreed with the donors in question. Oxfam Denmark's files will be transferred to the National Archives.