

# Bylaws for Ecollective

Org.-Nr.: nnnnnn-nnnn

Accepted by the board 2019-12-06

Added Org.-Nr.

## 1 General bylaws

### 1.1 Name and place

Ecollective, in these bylaws called the Association, is located in Uppsala, Sweden, and is active nationally and internationally.

### 1.2 Purpose

The Association is about action. It is global and impact-driven. The Association inspires action in the community by applying different methods, meeting with people and think together about the challenges of our future. The purpose is to encourage sustainability, ideas and action.

#### 1.2.1 Mission

We believe in the collective brain. We meet with exciting people, we think together about the challenges of our future and we inspire each other to take action.

#### 1.2.2 Vision

Ecollective is the global think tank. A collective of change-makers, futurists, and ideators, exchanging knowledge to face challenges both global and local.

### 1.3 Values

The Association is politically and religiously independent.

### 1.4 Decision-making authority

The Association's highest decision-making body is the general meeting.

### 1.5 Business year

The Association's business year is 1st January to 31st December.

## 1.6 Signatory

The Association's company is individually signed by the president or, in case of absence, statutory members that the board assigns to the Association's signatory.

# 2 Membership

## 2.1 Member

Every physical person who wants to engage in line with the Association's purpose (1.2) and values (1.3) is welcome to join, under the condition that the bylaws are accepted and the membership fee is paid. Legal persons (such as businesses and other Associations) cannot be a member. Legal persons can, however, engage in partnership with the Association, according to the Association's purpose (1.2) and values (1.3).

Through its membership, every member has the right to vote at the general meeting and every member has one (1) vote.

The membership must be actively renewed every business year.

Members who hold an assignment within the Association are referred to as active members until the assignment has ceased and they have not taken up a new assignment within the Association.

Assignments are defined by the board.

## 2.2 Membership fee

The membership fee is set at the general meeting.

## 2.3 Resignation

Every member may resign by filing a written resignation with the board. The resignation shall not relieve a member of unpaid membership fees, or other charges previously accrued.

## 2.4 Termination

The board has the right to terminate a member's membership who

- counteracts the Association's purpose.
- through inappropriate behaviour against members, partners or the Association risks damage to the Association and/or its reputation.

To terminate a membership a simple majority vote is needed at the board meeting, where the questioned member has the right to defend themselves.

## **3 General meeting**

### **3.1 Meetings**

The meetings of the Association are open to the members.

All members of the Association have the right to speak, suggest and vote.

The General Meeting shall be held twice per business year, one in November/December and one May/June. In addition, Extra General Meetings take place when the Board or at least a quarter (25%) of the active members so request in writing.

### **3.2 Obligations**

The General Meeting is obliged to

- in accordance with these bylaws provide guidelines and oversee all activities.
- vote on discharge from liability for the Board for the completed business year.
- decide on an annual plan, budget, and allocation of financial surplus alternatively action to cover financial deficits.
- elect one (1) auditor to review the Association's activities, according to customs.

### **3.3 Decision**

The general meeting is considered to be resolute when at least one-third of the active members including the board are present.

Decisions are made by a simple majority. At the same number of votes, the second round of votes determines and then the opinion represented by the president of the Association. Proxy voting is allowed, with written notice to the Board prior to each meeting.

Matters not included in the agenda may be taken up for consideration at the request of at least one-quarter of the members present and that no more than one-quarter of the members actively oppose this.

### **3.4 Right to suggestion**

Every member has the right to suggest a topic for the agenda of the General Meeting.

This topic must be submitted to the Board at least one (1) week before the General Meeting, which at the General Meeting presents a statement on the topic.

### **3.5 Time, notice and agenda**

The general meeting meets by written invitation from the President and is sent no later than two (2) weeks before the date of the meeting.

The agenda must be available to the members at least five (5) days prior to the date of the meeting.

## **3.6 Protocol**

All General Meetings shall be recorded by a secretary appointed at the meeting. The chairman of the meeting, secretary and two (2) independent adjusters appointed at the General Meeting, adjust the protocol. The adjusted protocol is public and must be available no later than two (2) weeks after the end of the General Meeting.

## **4 Board**

### **4.1 Composition**

The Board consists of at least one (1) president and one (1) vice-president with financial responsibility.

No person can have more than one (1) role on the Board at the same time.

The Board shall strive for an ethnic and gender-equal composition.

### **4.2 Election of Board members**

Only members of the Association can be elected into the Board.

In the event of a vacancy, the Board may elect a new member through filling elections.

### **4.3 Mandate**

The Board is the executive body of the Association and has the right of decision in the matters for which the Board has received the authorization of the General Meeting and in accordance with these bylaws.

### **4.4 Term of office**

The president has a term of office for a broken business year, from 1st July to 30th June.

The vice-president with financial responsibility has a term of office equal to the association's business year, January 1st to 31st December.

### **4.5 Responsibility**

The Board is held accountable before the General Meeting.

### **4.6 Obligations**

It is up to the Board to the extent that it is not otherwise provided for

- manage the Association's operations and manage its assets.
- continuously maintain the business plan, activity report, budget, and financial accounting.

- conduct operations in accordance with the bylaws and the decision of the General Meeting.
- promote the interests of its members.
- the president leads the General Meeting, otherwise, a chairman of the meeting is appointed.
- nominate board members in advance of the term of office.
- prepare received suggestions..
- keep a current list of members of the Association.

## **4.7 Board meetings**

The Board decides on the rights of current members who are not board-members at the board meeting. The Board shall meet at least bi-monthly.

## **4.8 Decisions**

The Board of Directors is in decision-making as at least half of the members are present. Decisions are made by a simple majority. In the case of equal voting rights, the opinion of the chairman of the meeting applies. In the case of personal choice, the lottery determines.

Voting is open. Voting takes place at the end, if any member so requests. Proxy voting is allowed.

## **4.9 Time, notice and agenda**

The Board meets by written invitation by the President and is sent no later than one week before the date of the meeting.

Documents must be available to the members at least three days before the date of the meeting.

## **4.10 Protocol**

All meetings shall be recorded by a secretary.

The chairman of the meeting, the secretary and an adjuster adjust the protocol. Adjusted protocols are public and must be available no later than one week after the closed meeting.

# **5 Change of bylaws and Termination of the Association**

## **5.1 Change of bylaws**

These bylaws can only be amended by a unanimous decision by the General Meeting at two meetings with at least three (3) weeks and a maximum of seven (7) months apart.

In addition, amendments to Chapters 1 and 5 require that at least three-quarters of the members present at the meeting agree with the decision.

## **5.2 Right of interpretation**

The General Meeting has the highest right of interpretation of the bylaws. Between the general meetings, the board's interpretation is valid until the General Meeting approves the interpretation or decides otherwise.

## **5.3 Original bylaws**

The latest version of the bylaws signed by a signatory and two (2) independent active members are regarded as the Association's original bylaws.

## **5.4 Termination**

Decisions on the dissolution of the Association shall be taken by a three-quarters majority at two consecutive General Meetings of the Association in accordance with 5.1. After dissolution, the assets of the Association shall be managed by one or more of the Board members and in accordance with the regulations decided by the Association's last Association Meeting.