

# Bylaws for the association Forests of the World

## § 1. Name

The name of the association is Forests of the World.

## § 2. Headquarters

The association is headquartered in Aarhus Municipality.

## § 3. Purpose

*Section 1.* The purpose of Forests of the World is:

- To raise awareness about the world's forests and highlight the issues that arise when forests are destroyed.
- To work for long-term ecological, social, and economic sustainability that contributes to rational forest utilization and conservation of the world's forests.
- To support indigenous peoples and other communities with ties to the world's forests, including supporting their cultural identity and right to self-determination.

*Section 2.* Forests of the World operates through peaceful means, independent of political and economic interests.

*Section 3.* Forests of the World supports equality regardless of race, nationality, gender, religion, sexuality, social background, disability, age, or other circumstances.

## § 4. Membership

*Section 1.* Anyone who accepts the purpose of the association can become a member. The association accepts both individual members and collective members, such as associations, institutions, school classes, and other groups.

*Section 2.* The board may establish other types of memberships.

*Section 3.* Membership is obtained by paying the membership fee to the association.

*Section 4.* Membership is continuous, and the length of membership depends on the payment method.

*Section 5.* Resignation from the association can be done by written notice or by failing to pay the membership fee on time.

*Section 6.* Exclusion from the association may occur if a person opposes the purpose of the association. Temporary exclusion can happen by unanimous decision of the board. Final exclusion of a member takes place after approval at the next general meeting with a two-thirds majority of the attendees.

## **§ 5. The General Assembly**

*Section 1.* The highest authority of the association is the general assembly. Two general assemblies are held annually, one by the end of April and one by the end of October. The call for the general assembly will be published on the association's website with a preliminary agenda at least 4 weeks before the meeting. Proposals for the final agenda must be submitted to the board no later than 3 weeks before the general assembly. Proposals for consideration and the final agenda must be available on the association's website and can be requested from the Forests of the World secretariat no later than 1 week before the general assembly.

*Section 2.* An extraordinary general assembly may be called when the board, the general secretary, or 100 members request it. The call must be made through the association's electronic newsletter and published on the association's website, with the agenda and 2 weeks' notice. The call must be made no later than 2 weeks after the request has been made.

*Section 3.* The agenda for the spring general assembly must include the following items:

1. Election of chairperson and recorder
2. Chairperson's report
3. Approval of the financial statement
4. Election of chairperson
5. Election of vice-chairperson
6. Election of additional board members and alternates
7. Submitted proposals
8. Any other business

*Section 4.* The agenda for the fall general assembly must include the following items:

1. Election of chairperson and recorder
2. Presentation of the board's proposals for objectives and work program for the upcoming year

3. Presentation of the board's proposed budget for the upcoming year
4. Determination of membership fees for individual and collective membership
5. Submitted proposals
6. Any other business

*Section 5. Voting Rules.* Only members present in person who have paid their membership fee at least one month before the general assembly have the right to vote. Decisions are made by a simple majority, unless otherwise stated in specific provisions of the bylaws. Voting will take place by a show of hands or, if requested, in writing.

## **§ 6. Election to the Board**

*Section 1.* Only members of Forests of the World over the age of 18 can run for the board. Individuals who are employed by the association cannot run for the board.

*Section 2.* The board consists of a chairperson, a vice-chairperson, four regular members, and two alternates elected at the general assembly, as well as one member elected by the employees of Forests of the World from among the paid staff in Denmark. The board may also appoint up to one additional member if specific expertise is desired on the board.

*Section 3.* Board members are elected at the general assembly for two-year terms, staggered so that at least 2 board members are elected each year. If more than 2 members are elected to the board at a general assembly, excluding the chairperson and vice-chairperson, the two members with the most votes are elected for two years, and the remaining members are elected for one year. **Substitute board members are elected for one year at a time.**

*Section 4.* The chairperson and vice-chairperson of the board are directly elected by the members at the general assembly for two-year terms.

*Section 5.* Paid employees of Forests of the World in Denmark who work 30 hours per week or more will, according to democratic principles, elect one board member from among the paid employees no later than 2 weeks before the general assembly. The employee-elected board member will be presented at the general assembly along with the other newly elected members and will join the board with full rights and responsibilities, just like the other board members. The employee-elected member is elected for two-year terms.

*Section 6.* The board may appoint an additional member if specific expertise is desired on the board. The appointment must be made through a transparent process, where relevant candidates are identified through advertisements and interviews. The board-appointed member is elected for one-year terms by a unanimous board.

## **§ 7. The Board**

*Section 1.* The board is responsible for Forests of the World's finances and approves decisions of a strategic nature related to the organisation's operations and development.

*Section 2.* The board establishes its own rules of procedure and the management instructions for the Secretary General.

*Section 3.* The board's decisions are made by a simple majority vote, and proposals fall in case of a tie. Authority can be delegated to individuals or committees appointed by the board.

*Section 4.* The employee-elected board member is considered to have a conflict of interest in matters related to labor disputes, salary negotiations, and similar issues. The employee-elected board member does not represent the other employees of the association and, like the other board members, must act in the best interest of the association.

*Section 5.* The board-appointed board member has the same rights and responsibilities as other board members and must act in the best interest of the association. The member cannot be elected as the chairperson or vice-chairperson.

*Section 6.* Forests of the World may be represented by the chairperson or vice-chairperson, and two other members of the board. Additionally, the general secretary may represent the organization. In cases of borrowing or credit agreements, which are decided by the board, the organization is represented in accordance with the first sentence. The board can delegate signing authority to individuals within specific areas for a period of up to one year. The delegation must be made in writing and comply with the usual rules for signing on behalf of the association. None of the members are personally liable beyond the association's assets.

*Section 7.* The board approves the creation of new positions and the abolition of existing positions within the association.

*Section 8.* The chairperson, vice-chairperson, and board members are considered to have a conflict of interest in decisions that could benefit them personally.

## **§ 8. The General Secretary**

*Section 1.* The board hires a general secretary to manage the day-to-day operations of the association, under the responsibility of the board. The board sets the specific rules for the general secretary's functions and powers and outlines the overall goals and guidelines for the daily management.

*Section 2.* The general secretary hires the staff necessary to fulfill the secretariat's tasks.

*Section 3.* The general secretary participates in board meetings with the right to speak but without voting rights, unless the board exceptionally decides to meet in a private session.

## **§ 9. Accounting, Audit, and Budget**

*Section 1.* The board ensures that Forests of the World's finances are subject to external auditing.

*Section 2.* The financial year follows the calendar year and is reported in accordance with the Annual Accounts Act. The board ensures that the bookkeeping is completed and delivered to the external auditor no later than 8 weeks before the spring general assembly. The external auditor submits the financial statement to the board no later than 2 weeks before the spring

general assembly.

*Section 3.* The proposed budget, along with comments, must be available on the association's website and can be requested from the Forests of the World secretariat no later than 1 week before the fall general assembly.

#### **§ 10. Amendments to the Bylaws**

Amendments to the bylaws can only occur at an ordinary or extraordinary general assembly and require a two-thirds majority vote from the members present.

#### **§ 11. Dissolution**

*Section 1.* The dissolution of the association can only occur at a legally convened general assembly and requires a two-thirds majority vote from the members present.

*Section 2.* Upon dissolution, any liquidation proceeds or surplus will be donated to one or more associations, etc., that:

- Have a purpose compatible with the purpose of Forests of the World,
- Are located in Denmark or another EU/EEA country, and
- Have a public benefit or otherwise charitable purpose.

#### **§ 12. Affiliation**

The association's affiliation is determined by the general assembly.

#### **§ 13. Entry into Force**

These bylaws take effect upon their adoption.

*Adopted at the founding general assembly of Nepenthes in November 1983.*

*Last revised on November 7, 2024.*