

Statutes of the Association Save the Orangutan

Adopted by the Statutory Meeting on 5 February 2007 and revised at the Annual Meeting on 30 May 2007, 6 May 2008, 30 May 2011, 22 May 2012, 24 November 2014 and 15 May 2019.

§ 1 Name

The name of the Association is Save the Orangutan.
The company registration number is 802435-6613.

§ 2 Domicile

The Association is domiciled in Stockholm, Sweden.

§ 3 Purpose

Save the Orangutan is a non-profit charitable Association dedicated to promoting the survival of orangutans and the preservation of their habitat. This includes working for sustainable development (environmental, economical and social), in cooperation with relevant local communities.

The Association's tasks include raising awareness in Sweden and sharing information about issues relevant to the survival of orangutans e.g. through, and among other means such as lectures, exhibitions, and via the internet.

The Association will cooperate with BOS (Borneo Orangutan Survival) associations in other countries as well as with other relevant organisations in order to achieve the objectives.

The Association may support projects promoting the survival of other primates.

Save the Orangutan targets individuals, companies, institutions, administrative authorities, associations and other interest groups.

The Association operates through peaceful means and is politically and financially independent.

§ 4 Funding

The Association shall strive to achieve the objectives through fundraising in Sweden by way of memberships, foundations, sponsors and various programmes, one of which is the adoption programme, as well as through environmental and development projects executed in collaboration with local partners in Indonesia.

§ 5 Membership

1. Membership is open to anyone who accepts the Association's purpose and goals. Membership may be on an individual or collective basis such as other associations, companies, institutions, school classes, or other collective entities.

2. A distinction must be made between collective members, financial donors, and those supporting the adoption programme. The Board has the right to establish other forms of memberships.
3. Membership in the Association is granted through the payment of the Association's membership fee. Those who choose to support the adoption programme will also be members of the Association.
4. Members may terminate their membership of the Association by way of a written notice, or in the event of a lapse of the membership fee payment.
5. Expulsion from the Association may occur if a member acts against the purpose of the Association. Temporary expulsion can be enforced following a unanimous decision by the Board. Permanent expulsion may be decided at the following Annual Meeting by a 2/3 (two-thirds) majority.

§ 6 Annual Meeting

1. The Annual Meeting of the Association is the highest decision-making authority of the Association. The meeting is called in writing with a minimum of 3 weeks' notice. The Annual Meeting will be called on the Association's website, and optionally also in a newsletter. The Annual Meeting is held every year before the end of May. Proposals/motions to be included in the agenda of the Annual Meeting must be received by the Board at least 2 weeks prior to the meeting. Proposals to be decided in accordance with the agenda must be available on the Association's website, or accessed through a copy distributed by the Association Secretariat no later than 1 week before the Annual Meeting.
2. Extraordinary Annual Meetings may be called when the Board deems it necessary, and must be called when a written request for this has been submitted by either 2 Board Members or at least 25 Association members.
 - 2.1 An Extraordinary Annual Meeting shall be called with 14 days notice prior to the meeting.
 - 2.2 Notice shall be given in writing to all members of the Association no later than 14 days after the request of an Extraordinary Annual Meeting has been submitted.
3. The agenda for the Annual Meeting must include:
 1. Election of Chairman as well as Secretary for the meeting, and 2 Adjustors;
 2. Confirmation that the Annual Meeting has been duly announced;
 3. Approval of the agenda;
 4. Listing of those entitled to vote;
 5. Presentation of the Annual Report of the Board;
 6. Presentation of Annual Financial Report of the Board;
 7. Auditors' report with proposal to grant or deny discharge to the Board for the audited fiscal year;
 8. Discharge from liability of Board Members for the year;
 9. Decision regarding the budget for the new year including the amount of the membership fee;
 10. Members' proposals ("motions");
 11. Election of Members of the Board;

12. Election of auditors;
13. Election of the Nominating Committee;
14. Additional agenda items added at the beginning of the meeting;
15. Discussion regarding the activities of the Association;
16. Any other business.

4. Voting rules. Only members participating personally who have paid their membership fee at least 1 month prior to the Annual Meeting have the right to vote. Companies, institutions and similar groups have only 1 vote per organization. Decisions are made by simple majority, however, with the exceptions mentioned in § 5 section 5, § 9 and § 10.

4.1 Board members have the right to vote at the Annual Meeting.

5. The Annual Meeting appoints a Nominating Committee of 2 persons who shall submit proposals of new Board Members 4 weeks prior to the Annual Meeting. The Annual Meeting appoints a Chair for the Nominating Committee.

§ 7. The Board

1. Only members over the age of 18 are eligible to be elected to the Board.

2. The Association shall endeavour to achieve an even distribution of gender and background on the Board.

3. The Board is elected by the Annual Meeting.

4. The Board shall consist of at least 3 members and shall have a Chairman, a Vice Chairman and a Treasurer. Board Members are elected as members for 2 years at a time. To avoid the replacement of the entire Board at the same time, the re-election / election of two Board Members will take place every other year, and one Board Member every alternating year. During election of Board Members at the Annual Meeting, it shall be noted when the re-election/election of Board Members will take place. The first year after any changes of the Statutes has been made, election/re-election of half of the Board will take place after only one year, in order for the Association to align itself with the new Statutes.

5. The Board is responsible for the daily operations and the competent running of the Association. The right to lead the daily operations may be delegated to the Secretary General, to individuals, or to committees selected by the Board.

6. The Board makes decisions by simple majority, subject to the requirement that 2/3 (two-thirds) of the Board Members must be present to form the necessary quorum. The Board may not vote by proxy.

7. Signatory power for Save the Orangutan is held by any 2 Board Members jointly. The Secretary General is authorized to sign for ongoing management business.

8. Individual Board Members or members of the Association are not personally liable for the Association's debts or other obligations.

9. The Board employs and approves the employment of individuals to work with projects within the Association. Employees can be both paid and unpaid, such as spokespersons for the Association.

9.1. When employing or approving employment, the Board shall focus on the personal qualifications of the applicant, and strive for an equal gender distribution.

10. Board members are disqualified from participating in decisions that may lead to their own gain including employment issues.

§ 8 Accounting, auditing and budget

The Association's fiscal year runs from 1 January to 31 December. The Annual Meeting appoints 1 authorized public auditor and 1 lay auditor to audit the Association accounts and the Board's management of the Association. The Treasurer of the Board is responsible for the accounting being completed and handed over to external auditors on 1 February at the latest. The external auditor shall submit the accounts to the Board by 15 March.

§ 9 Amendment of the Statutes

The Statutes may only be changed or amended at the annual meeting with a 2/3 (two-third) majority of members present.

§ 10 Dissolution

The Association may only be dissolved by an Annual Meeting convened in accordance with the Statutes, and in accordance with the same rules as for amendment of the Statutes (§ 9). In the event the Association ceases to exist, any remaining funds, after all debts are paid, shall be distributed to other associations domiciled in Sweden and whose goals are consistent with those of Save the Orangutan.

§ 11 Entry into force

The statutes enter into force at the foundation of the Association.

Adopted at BOS Sweden's Annual Meeting on 5 February, 2007 and as subsequently amended on the Annual Meeting on 30 May 2007, 6 May 2008, 30 May 2011, 22 May 2012, 24 November 2014 and 15 May 2019