



Statutes for the Happy Baby Organisation.

Translated from the original Document in Danish.

§ 1

Name and place of residence

Stk. 1

Name of the association is Happy Baby

Stk. 2

The place of residence of the association is Copenhagen, Denmark.

§ 2

The purpose of the association

Stk. 1

The purpose of the association is to facilitate the bonding process between parent and baby through educating the benefits of baby wearing/physical contact between infant and parent/breastfeeding - and provide an affordable ergonomic baby carrier which is easily produced in low-income communities (primarily in Africa) and which creates a significant improvement in traditional baby carrying methods. The association will work for the common good and is open to anyone, who agrees with its purpose.

§ 3

The association's membership of other organizations

Stk. 1

The association is a member of: None

(DIF, an umbrella organization or any other national organization)

§ 4

Membership and membership fee

Stk. 1

Anyone who agrees with the association's purpose and is accepted by at least three board members can be admitted as a member.

Stk. 2

Membership fee is decided every year by the General Assembly. The members will be informed of the fee and payment instructions by email. This email will be send by the associations cashier.

Stk. 3

Provisions for arrears, resignation and exclusion of members.



Members must pay their fee 6 months after the General Assembly at the latest.

Resignation must be done in writing and with a 3-month notice

If a member chooses not to pay the fee. This member can be excluded from the association.

§ 5

General assembly. Board.

Stk. 1

The board is the highest authority of the association

Stk.2

The Annual General Assembly is held every year in August with a 3 weeks' notice. Members are notified by email.

Stk. 3

Proposals to be submitted to the General Assembly must reach the Chairman no later than 14 days prior to the meeting

Stk. 4

Members, who have paid their membership have voting rights at the General Assembly. Members can vote by personal attendance or by a written statement

The agenda for the annual General Assembly meeting must entail the following items

- Choice of meeting moderator
- Presentation of the annual report by the Board/chairman
- Presentation and approval of the annual reports
- Decision on next year membership fee
- Presentation of proposals if any
- Election according to § 6 stk. 2 and 3
- Election of board deputies
- Election of accountant
- Establishment of committees if needed
- Any other Business

Stk. 6

At the General Assembly, a moderator is appointed to lead the meeting. All decisions made at the General Assembly must be written down in a resume.

Stk. 7

The General Assembly makes decisions by majority voting e.g. §9 stk.1

Stk.8

An extraordinary General Assembly can be notified at any time by the board – and MUST be notified within a month if 30% of the paying members raise that request to the board/chairman.



§ 6

Daily management of the association

Skt. 1

The daily management is done by the board. The board consists of 4 members elected by the General Assembly for a 2-year period.

Skt. 2

The chairman is elected on uneven years

Skt. 3

The second chair and cashier is elected on even years

Skt. 4

The board manages the association in accordance with these provisions and the decisions made by the General Assembly.

Skt. 5

The Board can decide the rules of procedure for the organization

Skt. 6

The board can only make decisions when (at least) half the members are present or when those in absence have given their consent in writing to a specific decision.

Skt. 7

The Chairman leads any negotiations on behalf of the board. If the Chairman is not present this responsibility is given to the second chair.

Skt. 8

The Chairman ensures that the Boards negotiations and decisions are written down.

§ 7

Accounts and revision

Skt. 1

The funds of the association must be placed in a recognized bank

Skt. 2

Annual accounts must cover 1st of January to 31st of December

Skt. 3.

Audited accounts are to be announced 8 days prior to the General Assembly meeting

Skt. 4.

The accounts must be signed by all members of the Board

§ 8

The association

The association is run by the Chairman and the cashier. If one of these two is not able to meet this obligation – a member of the board needs to take over this duty

§ 9

Liability

Skt.1

The Board members are not personally liable for the associations grants, unless a claim has arisen from unlawful action

§ 10

Amendments to the articles of association

Skt.1

Amendments can be decided at any General Assembly, but 2/3 of the given votes must be in favor of the proposal

§ 11

Dissolvement

Skt.1

The association can only be dissolved with a 2/3 majority on 2 subsequent General Assemblies. One of them must be the ordinary General Assembly.

Skt.2

In case of dissolvement - Any assets/stock that the association might have will go to the following purpose: Purchase/ - and donation of educational material to relevant target groups

Approved at the founding General Assembly August 19, 2013.

Please see original document in Danish.