

Bylaws for the association Forests of the World

§ 1. Name

The name of the association is Forests of the World.

§ 2. Registered Office

The association is domiciled in the Municipality of Aarhus, Denmark.

§ 3. Purpose

Section 1. The purposes of Forests of the World are:

- to raise awareness of the world's forests and draw attention to the problems that arise when forests are destroyed.
- to promote long-term ecological, social, and economically sustainable development that contributes to the responsible use and conservation of the world's forests.
- to support Indigenous Peoples and other communities connected to the world's forests, including supporting their cultural identity and right to self-determination.

Section 2: Forests of the World pursues its objectives through peaceful means and independently of party-political and economic interests.

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

§ 4. Membership

Section 1: Any person who accepts the purpose of the association may become a member. The association admits both individual members and collective members, such as associations, institutions, school classes, and other groups.

Section 2: The Board of Directors may establish additional membership categories.

Section 3: Membership is obtained through payment of the membership fee.

Section 4: Membership is continuous, and its duration depends on the chosen payment method.

Section 5: Resignation from the association shall take place by written notice or by failure to pay membership fees on time.

Section 6: A member may be excluded if they act against the purpose of the association. Temporary exclusion may be decided unanimously by the Board of Directors. Permanent exclusion of a member requires approval at the following General Assembly by a two-thirds majority of those present.

§ 5. General Assembly

Section 1: The General Assembly is the supreme authority of the association. One ordinary General Assembly shall be held annually and convened before the end of April. Notice of the General Assembly, including a provisional agenda, shall be published on the association's website no later than four weeks before the meeting. Proposals for inclusion on the final agenda must be submitted to the Board no later than three weeks before the General Assembly. Proposals for consideration and the final agenda shall be available on the association's website and may be obtained upon request from the Secretariat of Forests of the World no later than one week before the General Assembly.

Section 2: An Extraordinary General Assembly may be convened by the Board of Directors, the Secretary General, or 100 members. Notice shall be given through the association's electronic newsletter and published on the association's website, including the agenda and with at least two weeks' notice. The notice must be issued no later than two weeks after the request has been made.

Section 3: The agenda of the Ordinary General Assembly shall include the following items:

1. Election of Chairperson and Secretary of the Meeting
2. Annual Report
3. Approval of the audited financial statements for the most recent financial year
4. Presentation of the budget and determination of membership fees
5. Election of the Chairperson
6. Election of the Vice-Chairperson
7. Election of other Board members and deputy members
8. Proposals submitted
9. Any Other Business

Section 5: Voting rules: Only members who are physically present and who have paid their membership fee at least one month before the General Assembly are entitled to vote. Decisions are made by simple majority unless otherwise

specified in these Articles of Association. Voting shall take place by show of hands or, if requested, by written ballot.

§ 6. Election to the Board of Directors

Section 1: Only members of Forests of the World who are over 18 years of age may stand for election to the Board. Employees of the association may not stand for election.

Section 2: The Board consists of a Chairperson, a Vice-Chairperson, four ordinary members, and two deputy members elected by the General Assembly, as well as one member elected by the employees of Forests of the World from among the salaried employees in Denmark. In addition, the Board may appoint up to one extra member if specific competencies are desired.

Section 3: Board members are elected by the General Assembly for staggered two-year terms, ensuring that at least two Board members are elected each year. If more than two Board members are elected at a General Assembly, excluding the Chairperson and Vice-Chairperson, the two candidates receiving the highest number of votes are elected for two years and the remaining candidates for one year. Deputy members are elected for one-year terms.

Section 4: The Chairperson and Vice-Chairperson are elected directly by the members at the General Assembly for two-year terms.

Section 5: The salaried employees of Forests of the World elect one Board member from among the salaried employees in Denmark who work at least 30 hours per week. The election shall be conducted according to democratic principles no later than two weeks before the General Assembly. The employee-elected Board member shall be presented at the General Assembly together with the other newly elected Board members and shall assume office simultaneously, with the same rights and responsibilities as the other Board members. The employee-elected member is elected for a two-year term.

Section 6: The Board may appoint one additional Board member if specific competencies are desired. The appointment shall take place through a transparent process in which relevant candidates are identified through public calls and interviews. The appointed Board member is elected for a one-year term by a unanimous decision of the Board.

§ 7. The Board of Directors

Section 1: The Board is responsible for the finances of Forests of the World and approves decisions of an overall strategic nature concerning the operation and development of the organisation.

Section 2: The Board determines its own rules of procedure and management instructions for the Secretary General.

Section 3: Board decisions are made by simple majority vote, and proposals lapse in the event of a tie. Authority may be delegated to individuals or committees established by the Board.

Section 4: The employee-elected Board member may not hold a position with managerial responsibility and shall be considered conflicted in matters concerning labour disputes, salary negotiations, and similar issues. The employee-elected Board member does not represent the other employees and, like all other Board members, shall act in the best interests of the association.

Section 5: The Board-appointed member must be a member of Forests of the World, shall have the same rights and obligations as the other Board members, and shall act in the interests of the association. The member may not be elected Chairperson or Vice-Chairperson.

Section 6: Forests of the World may be legally represented by the Chairperson or Vice-Chairperson together with two other Board members. The organisation may also be legally represented by the Secretary General. However, loans and credit facilities, which must be approved by the Board, shall be signed in accordance with the first sentence of this section. The Board may delegate signing authority within specific areas to individuals for a limited period of up to one year. Such delegation must be made in writing and in accordance with the ordinary rules governing representation of the association. No member shall incur personal liability beyond the assets of the association.

Section 7: The Board approves the creation of new positions and the discontinuation of existing positions within the association.

Section 8: The Chairperson, Vice-Chairperson, and Board members shall be disqualified from participating in decisions from which they may derive personal benefit.

§ 8. The Secretary General

Section 1: The Board appoints a Secretary General to manage the day-to-day operations of the association under the responsibility of the Board. The Board establishes the rules governing the Secretary General's duties and powers and sets the overall objectives and guidelines for daily management.

Section 2: The Secretary General appoints the staff necessary to carry out the work of the Secretariat.

Section 3: The Secretary General participates in Board meetings with speaking rights but without voting rights, unless the Board exceptionally decides to meet in closed session.

§ 9. Accounts, Audit and Budget

Section 1: The Board shall ensure that the finances of Forests of the World are subject to external audit.

Section 2: The financial year follows the calendar year and financial statements shall be prepared in accordance with the Danish Financial Statements Act. The Board shall ensure that bookkeeping is completed and submitted to the external auditor no later than eight weeks before the Ordinary General Assembly. The external auditor shall submit the audited accounts to the Board no later than two weeks before the Ordinary General Assembly.

Section 3: The proposed budget, including comments, shall be available on the association's website and may be obtained upon request from the Secretariat of Forests of the World no later than one week before the Ordinary General Assembly.

§ 10. Amendments to the Articles of Association

Amendments to these Articles of Association may only be adopted at an Ordinary or Extraordinary General Assembly and require a two-thirds majority of the members present.

§ 11. Dissolution

Section 1: The association may only be dissolved at a duly convened General Assembly and requires a two-thirds majority of the members present.

Section 2: Upon dissolution, any liquidation proceeds or surplus assets shall be donated to one or more associations or organisations:

- whose purposes are compatible with those of Forests of the World,
- which are established in Denmark or another EU/EEA country, and
- which pursue charitable or otherwise non-profit purposes.

§ 12. Affiliation

The association's affiliations shall be determined by the General Assembly.

§ 13. Entry into Force

These Articles of Association enter into force upon adoption.

Adopted at the founding General Assembly of Nepenthes in November

1983. Most recently amended on 6 May 2026.