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## Statutes of Danish-Chinese Business Forum

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### Article 1: Name, Objective and Domicile

The name of the association is Danish-Chinese Business Forum. The registered office is in Copenhagen.

The objective of the Forum is to further commercial and economic relations between Denmark and China with emphasis on the activities of companies in the Chinese market as well as the activities of Chinese companies in Denmark to the benefit of Danish-Chinese Business Forum's members.

Danish-Chinese Business Forum is an executive network association with an informal and direct style of interaction acting in a catalytic capacity. In fulfilment of its purpose Danish-Chinese Business Forum shall promote exchange of information and contacts among companies, organisations, top executives and managers who have Danish-Chinese commercial interests.

The objective of Danish-Chinese Business Forum shall be achieved through a variety of activities organised within the Forum as well as through cooperation with external partners such as private organisations and official Danish and Chinese authorities.

### Article 2: Members

#### Section 1: Admission

Individuals, business entities and other institutions may be admitted as members. Membership applications shall be sent to the Forum's office.

A Committee consisting of the Chairman and the Secretary General decides whether the applicant can be admitted as a member. If an application is not accepted, the applicant can ask the application to be reviewed by the Board whose decision is final.

#### Section 2: Resignation and Expulsion

Members may resign from the Forum by written notice to the Forum's office no later than 30 September for the resignation to come in effect as per 31 December.

A member may be expelled from the Forum at the Annual General Meeting with two-thirds majority of the votes present if they:

- a) Fail to pay the membership fee
- b) Fail to respect the Statutes, interests or objectives of Danish-Chinese Business Forum
- c) Undertake activities bringing Danish-Chinese Business Forum into discredit

### Article 3: Membership Fees

Membership fees are fixed once a year at the Annual General Meeting and are valid for the coming financial year.

The annual fees shall be paid before the 31<sup>st</sup> March. New members joining after 1<sup>st</sup> July will pay half the annual fee, and new members joining after 1<sup>st</sup> October will pay one year's fee, covering the rest of the current year and the following year. In special cases the Chairman may grant an exemption from the payment of membership fees.

### Article 4: Finances and Financial Year

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Danish-Chinese Business Forum is a self-financing, non-profit organisation that operates on membership fees and may, in accordance with Board discussion and consent, seek project funding and/or additional financial means from e.g. sponsorships.

The financial year is the calendar year running from 1<sup>st</sup> January to 31<sup>st</sup> December.

### Article 5: The Governing Bodies of Danish-Chinese Business Forum

Danish-Chinese Business Forum has the following governing bodies:

- 1) The General Assembly
- 2) The Board
- 3) The Secretariat

#### Section 1: The General Assembly

The General Assembly shall be sovereign. It alone shall have the power to decide on the amendments to the statutes.

#### Section 1.2: Convening the Assembly

A General Assembly shall be convened at an Annual General Meeting at least once in a calendar year. The Annual General Meeting shall take place no later than the last day of April. The Annual General Meeting shall be called by written notice at least 21 days prior to the date of the meeting.

#### Section 1.3: The Agenda

The Annual General Meetings shall be conducted by a Chairman elected by the General Assembly. The Annual General Meeting shall have the following agenda:

1. The report on the activities of Danish-Chinese Business Forum
2. The financial statement for the preceding financial year
3. The election of Board Members
4. The election of a Danish chartered accountant to audit the accounts
5. The setting of the annual fees
6. Proposals from the Board
7. Proposals from Members.

Proposals to be dealt with under item 6 of the agenda and proposals for board members must be submitted in writing to the Board no less than 14 days before the Annual General Meeting. Minutes will be taken by the Secretariat and signed by the Chairman.

#### Section 1.4: Voting Rights

All members are entitled to attend the Annual General Meeting, and each member has one vote.

All decisions shall be taken by a simple majority of the votes unless otherwise stipulated in these statutes. Votes may be effected by proxy but no member may be the bearer of more than one proxy.

#### Section 1.5: Extraordinary Meetings

Extraordinary meetings may be called by the Board or by 20% of the members and should take place no later than six weeks after a written and motivated request has been filed with the Secretariat.

### Section 2: The Board

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The management of Danish-Chinese Business Forum shall be undertaken by the Board composed of the Chairman with minimum 6 and maximum 14 other members. In addition, the Board should aim to achieve a permanent member from the Danish Ministry of Foreign Affairs and from the Danish Ministry of Economics and Business Affairs. The Chinese Ambassador in Copenhagen will be notified about meeting and invited as an observer when the Chairman finds it relevant.

The election period of the Board members is 4 years. Re-election may take place. The Board elects the Chairman and one or two Vice-Chairmen among the business members of the Board.

Meetings shall be convened when deemed appropriate by the Chairman or called by two Board members. Meetings shall be called in writing including the agenda with at least ten days' notice.

Resolutions shall be passed by a simple majority and the Board will be considered a quorum if 50% of the members are present. In case of a tie the Chairman has the casting vote.

The Board shall draw its own Rules of Procedure. The Board may name a Patron who can promote the Association and increase its standing.

### **Section 3: The Secretariat**

The Board may hire the necessary staff to ensure the daily management of Danish-Chinese Business Forum. The secretariat is headed by a Secretary General. The Secretary General has the sole responsibility for the day-to-day management of staff. The Secretary General reports to the Board and shall participate in the meetings of all bodies of Danish-Chinese Business Forum.

### **Article 6: Signatures and Liabilities**

Danish-Chinese Business Forum shall be bound in all legal transactions by the joint signatures of the Chairman and the Secretary General or the Secretary General and two members of the Board. The Board can authorize a member of the Danish-Chinese Business Forum secretariat to sign for Danish-Chinese Business Forum per procuration.

### **Article 7: Amendments, Mergers and Dissolution**

Amendments to the Statutes, a merger with another institution, or the dissolution of the Forum can only be approved by the General Assembly where at least two-thirds of all members vote in favour. If a majority of the General Assembly votes in favour of the proposal but do not make up two thirds of all members, the Board may convene an extraordinary meeting. The proposal can be approved at the extraordinary meeting by two-thirds of the members in attendance.

If a dissolution of the Forum is adopted, the General Assembly shall decide how the funds of Danish-Chinese Business Forum should best be applied in accordance with the objective of the Forum.

### **Article 8: Arbitration**

All disputes regarding the interpretation of these statutes shall be decided by arbitration set up by the International Chamber of Commerce - ICC Denmark.

Statutes as approved 11 April 2007, amended 2 June 2010, 2 May 2013 and 4<sup>th</sup> June 2019, respectively.