

Articles of Association and Purpose for Obesity Denmark

§ 1. Name

The name of the association is: Obesity Denmark.

The registered office of the association is the address of its secretariat.

Obesity Denmark is a nationwide non-profit movement.

§ 2. Purpose

Solely to advocate for the interests of individuals with obesity by providing them with access to knowledge and influence over all aspects of their condition. The overarching goal is exclusively to serve the patients' interests and their right to live a stigma-free life with obesity.

Obesity Denmark is politically independent.

Obesity Denmark aims to inform and provide self-help offers to help people living with obesity prevent and avoid stigma, including self-stigmatization, in connection with their diagnosis and subsequent life.

Obesity Denmark will combat stigma in all ways and by all means related to the diagnosis and the subsequent lifelong disease progression.

§ 3. Members

Individuals, families, companies, corporations, institutions, hospitals, municipalities, organizations, and associations can become members of the association. Membership fees are determined by the general assembly. Only individual and family memberships have voting rights (1 vote).

The board may exclude a member if their actions, statements, or writings are directly harmful to the daily operations and reputation of the association. The excluded member has the right to explain their actions at the following general assembly, leaving the decision of maintaining or revoking the exclusion to the general assembly.

§ 4. Membership and Liability

A member may withdraw from the association with one day's notice. Membership fees are non-refundable.

§ 5. Association Funds

The presidency may invest the association's funds in secure short-term securities. These securities must be easily marketable.

§ 6. General Assembly

The presidency and General Assembly: The highest authority of the association is the presidency, consisting of the Chairman, the Vice Chairman, and the Director. The presidency sets the overall policies and action plans based on the board's decisions that form the foundation for the association's work.

The presidency can establish committees as needed.

The presidency calls for the ordinary General Assembly.

The General Assembly must be held by the end of April. The presidency sends out (via email) the notice of the General Assembly with the agenda, accounts, and proposals to all members at least 14 days in advance. The agenda for the General Assembly must at least include the following items:

- Election of the chairperson
- Chairman's report on the association's activities in the past year and current issues
- Presentation of the audited accounts for approval
- Consideration of submitted proposals
- Election of the Chairman
- Election of the Vice Chairman
- Election of board members
- Election of alternates
- Presentation of the proposed action plan for the following year for approval

Any other business. Anything can be discussed, but nothing can be decided that is not on the agenda.

At any General Assembly - ordinary or extraordinary - decisions are made by a simple majority, except for amendments to the Articles of Association, which require a 2/3 majority of the votes cast. Anyone who has been a member for at least three months and has paid the most recent membership fee has the right to vote at the General Assembly. Collective/company memberships are entitled to 2 votes. Voting rights can be exercised through written proxy valid for the specific General Assembly, but no one can represent more than 3 votes, including their own. Minutes of the General Assembly are recorded and signed by the chairperson. Any member of the association can request proposals to be included for discussion at the General Assembly. Proposals must be submitted in writing to the presidency at least four weeks before a General Assembly. The presidency determines the order in which proposals are addressed. Proposals are sent to members in accordance with the Articles of Association.

Candidates for items 5 – 8 on the agenda must be submitted in writing to the board at least four weeks before the General Assembly. If the number of nominated candidates is less than the number of available positions on the board, additional nominations can be made at the General Assembly. Members who indicate in writing that they are willing to accept election are eligible even if they are unable to attend the General Assembly.

Midterm Meeting: An annual midterm meeting with the board is held to discuss policy, strategy, and fundamental questions. The presidency sends the meeting invitation with the agenda to the board at least 21 days before the meeting. The agenda for the midterm meeting must at least include the following items:

Presentation of the proposed budget for the following year for approval

Setting membership fees. The board can submit proposals for the agenda continuously, but no later than two weeks before the midterm meeting.

Extraordinary General Assembly: An extraordinary General Assembly is held when a majority of the board or at least 2/3 of the voting members submit a written request, accompanied by an agenda. It is convened by the board within eight weeks of such a request, with at least 14 days' notice and indication of an agenda.

§ 7. Extraordinary General Assembly

An extraordinary General Assembly is held when a majority of the board or at least 2/3 of the voting members submit a written request, accompanied by an agenda. It is convened by the board within eight weeks of such a request, with at least 14 days' notice and indication of an agenda.

§ 8. Election of Chairman and Presidency

The association is led by a board of at least 10 and at most 12 members, who from among themselves constitute a presidency consisting of a Chairman, Vice Chairman, and Treasurer. The Chairman is elected for five years at a time by a simple majority. The Chairman cannot simultaneously be an active member of a member organization/patient association related to Type 2 Diabetes. Only passive membership is allowed. The position of Chairman is generally paid. The Vice Chairman is elected for two years at a time, and the position is unpaid. Direct expenses for the Vice Chairman's participation in meetings are reimbursed by the association. Direct expenses for board members in connection with midterm meetings are reimbursed by the association.

The Treasurer is appointed by the board and elected for five years at a time. Remuneration is agreed upon with the board. The Treasurer cannot be a voting member of the board. The board can establish committees.

In case of the departure of board members, the board can co-opt new board members who are willing to work for the association.

The mandate of these co-opted board members must be approved at the next General Assembly. The board is quorate when at least half of its members are present. The board sets its own rules of procedure.

Any member is eligible for the board - however, only one board member and/or alternate can be elected from the same household. The same applies to companies or other organizations, regardless of separate memberships.

The association is patient-founded and led; managing directors and owners of large treatment companies cannot be board members. The same applies to leading politicians (Members of Parliament or the EU Parliament).

§ 9. Signing Authority and Management of Association Funds

The presidency is responsible to the board for the association's operations, including accounting and budgeting.

The presidency sets its own rules of procedure. In case of the Chairman's absence, the Vice Chairman acts as Chairman until the next General Assembly.

The presidency prepares midterm meetings with the board and ensures that the board's decisions are implemented. The presidency works based on the views and policies set by the board. The association is represented by the presidency.

§ 10. Secretariat

The Director manages the association's secretariat. The presidency hires other staff for the secretariat based on decisions about the competencies the secretariat should possess. The secretariat supports and assists the presidency and the board in their tasks.

§ 11. Finance

The secretariat prepares budget proposals, which the presidency submits to the board for final approval. Membership fees are set separately by the board.

§ 12. Accounts

The association's fiscal year is the calendar year. The association's audited accounts must give a true and fair view of the movement's financial status and results.

The accounts must be audited by a certified public accountant appointed by the presidency.

§ 13. Dissolution

In case of the association's dissolution, which must be decided by two consecutive General Assemblies where the dissolution proposal has received the same majority as required for amendments to the Articles of Association, the leadership decides that any assets will be used for purposes in accordance with the movement's objectives.

A decision to dissolve the association can only be made at a General Assembly where at least 2/3 of all members vote in favor of dissolution. If such a majority is not achieved, dissolution can occur at least eight days after being presented at a new General Assembly, where it can be adopted by a simple majority. If the General Assembly decides to dissolve the national association, the association's funds must be used for purposes that most closely align with those mentioned in § 2. Furthermore, the General Assembly must decide to transfer the assets to one or more named charitable organizations located in this country or another EU/EEA country.

§ 14. Membership Fees

Membership fees are 100 DKK for individual members and 200 DKK for family memberships annually. Membership benefits apply to both types of membership and are free.

For companies, two types of membership fees are offered: Basic and BasicPlus.

As a Basic member, the company supports the association with a donation of 10,000 DKK annually. This includes visible recognition of the company's support on the association's website. As a BasicPlus member, the company supports the association with 15,000 DKK annually. This includes benefits such as visible recognition of the company's support on the association's website, as well as the offer of an annual meeting where the association's leadership participates and presents the association's activities and results in the context of the patient and member needs that define and are the goal of the association.