

ARTICLES OF INCORPORATION

For the national Swedish EUExcert association

Established at the extra general meeting 2010.....

§ 1. The name of the association

The name of the association shall be Swedish EUExcert association.

§ 2. The purpose of the association

The purpose of the association shall be to:

- Promote professional and competent specialists for explosive handling
- Promote and manage exchange programmes for students and specialists in the Explosives sector
- Promote cooperation for transnational education and training in the Explosives sector
- Manage and update the glossary on terminology for the Explosives sector
- Manage a database and network on experts
- Support the European Commission with independent advice
- Award the EUExcert certificate and be responsible for the nations awarding bodies
- Promote and license the trademark
- Strive to include all European nations in the EUExcert legal association
- Search for international cooperation
- Elect delegates to the European EUExcert legal association

§ 3. The registered office of the association

The registered office of the association shall be (The Italian EUExcert association) (In Italian)

§ 4. Membership

Members of the association are those who will act within the purpose of the association and those who undertake to follow and obey the Articles of Incorporation of the association.

§ 5. Membership fees

Each member shall pay to the association the membership fee, which is yearly established by the yearly general meeting of the national Italian EUExcert association.

§ 6. The board

The board of the national association shall consist of a chairman and a minimum of three and a maximum of seven board members plus a maximum of five deputy members. Chairman, board members and deputy members shall be elected at the annual general meeting as set forth in § 10 for a period until the close of the next annual general meeting.

§ 7. The tasks of the board

The board shall act as a legal representative for the association and shall deal with matters concerning the rights and obligations of the association within the purpose as set forth in § 2 above. The board shall take decisions on behalf of the association, unless otherwise stipulated within these Articles of Incorporation. The board shall be responsible for performing the decisions made by the general meeting, deal with the financial matters regarding the association, deal with the accounts for the association and present an annual financial report to the general meeting for the financial year preceding the general meeting.

The board shall have its meetings upon decisions by the chairman or upon the request of at least three board members.

The quorum for the board shall be at least board members present. The decisions in the board shall be made by simple majority. In cases of equal vote the chairman shall have a decisive vote.

Entitled to sign on behalf of the association shall be the chairman together with at least one board member.

§ 8. Financial

The association’s financial year shall be the calendar year.

The financial report shall be presented to the auditors by the board, at the latest, each calendar year.

§ 9. Auditors

The financial activities of the board shall yearly be audited by auditor appointed at the general meeting. The auditor shall at the latest on each calendar year present its auditor report.

§ 10. General meeting

The yearly general meeting, which is the associations highest executive entity shall be held yearly prior to on time and place decided by the board. Written notice shall be sent to all members at the latest days prior to the general meeting. At the ordinary general meeting the following matters shall be dealt with:

1. election of the Chairman of the meeting,
2. preparation and approval of the voting list,
3. approval of the meeting agenda,
4. election of two persons to attest the accuracy of the minutes, determination of whether the meeting was properly convened,
5. presentation of the annual report and the auditor’s report and, when appropriate, the consolidated income statement and consolidated balance sheet,
6. decisions
 - a) regarding adoption of the income statement and balance sheet and, when appropriate, the consolidated income statement and consolidated balance sheet,
 - b) regarding dispositions of the company’s profit or loss in accordance with the adopted balance sheet ,
 - c) regarding yearly membership fees,
 - d) other matters as proposed by the board;
7. determination of the compensation paid to the board of directors and auditors,
8. Election of the members of the board of directors and, when appropriate, auditors.

§ 11. Extra general meeting

Extra general meeting shall be held upon notice from the board or from the auditor or when at least 1/10 of the members such written request on. The request shall contain the or those matters to be dealt with at the requested extra general meeting. On extra general meeting only the matters presented in notice can be handled

§ 12. Votes

At the general meeting or extra general meeting each member shall have one vote.

All decisions at general meeting or extra general meeting shall be taken by simple majority.

In cases of equal votes, the chairman of the association shall have the decisive vote.

The quorum for the general meeting shall be the members present at the general meeting.

§ 14. Changes of the Articles of Incorporate

Changes of the Articles of Incorporation requires a decision at the General Meeting by at least 2/3 of voting members.

§ 15. Withdrawal

A member who which to withdraw from the association shall present such request in writing to the board. Upon the receipt of the written request by the board, the member shall be considered as withdrawn from the association.

§ 16. Dismissal

A member can be dismissed from the association in cases where it has not paid its membership fee, acted against the best interest of the association or acted in a way which has clearly damaged the purpose of the association.

Decisions on dismissal shall be taken by the board and requires unanimous decision.

§ 17. Dissolving

In order to dissolve the association, 2/3 of the members shall take such decision at the general meeting. In cases of dissolving the association the assets of the association shall be transferred to charity purposes to be decided by the board.