

CONSTITUTION OF THE BOTSWANA-SWEDEN FRIENDSHIP ASSOCIATION

ARTICLE I: NAME AND OBJECTIVES OF THE ASSOCIATION

1. The Association shall:
 - a) promote understanding and closer contacts between Swedes and Batswana;
 - b) organize, support or participate in lectures discussions and studies about Botswana;
 - c) disseminate knowledge of Botswana in Sweden;
 - d) promote and support social and cultural exchange between Sweden and Botswana;
 - e) cooperate with any organization or persons in Sweden for the improvement of Swedish/Batswana relations;
 - f) carry on any other activities as are incidental and, in the opinion of the Association, conducive to the attainment of the aims and objectives of the Association.

ARTICLE II: MEMBERSHIP AND MEMBERSHIP FEES

1. Membership of the Association shall be open to any person living in Sweden regardless of citizenship, to Swedish citizens living abroad, and to Botswana citizens, who support the objectives of the Association.
2. The Association may designate Honorary Membership to persons who have rendered valuable service to the Association or towards the attainments of its objectives.
3. A member of the Association shall have the right to elect and/or to be elected to any of the Association's committees. He/she shall have the right to attend any activities of the Association and shall freely take part in discussions of the Association's affairs etc.
4. The Annual General Meeting shall have the power to expel, suspend or reprimand a member of the Association whose activities are contrary to the objectives and interests of the Association.
5. The membership fee is decided by one Annual General Meeting for the following calendar year
6. A member who has not paid his/her fee for two consecutive years may be stricken off the register.

ARTICLE III: THE EXECUTIVE BOARD, ITS POWERS AND FUNCTIONS

1. There shall be an Executive Board of the Association, referred to, herein, as "the Board", which shall consist of five (5) or seven (7) members and two (2) deputy members. The Embassy of Botswana shall be an ex officio member.
2. The members of the Board shall be elected at the Annual General Meeting and shall hold office for one year.
3. The Board appoints a deputy chairperson, a secretary, a treasurer and other officers, if needed, among its members.
4. The meeting of the Board shall be held at such times and places as the Chairperson shall determine or at the request of at least three of its members.
5. The quorum at meetings of the Board shall be at least half of its members.

6. Minutes of the Board shall be kept, be approved by the Chairperson and be open for inspection to the members of the Association.
7. The Board of the Association shall have the following powers and functions:
 - a) to direct the affairs and implement the decisions of the Association;
 - b) to draw programmes of activities for the Association;
 - c) to summon General Meetings of the Association;
 - d) to supervise and control the financial affairs of the Association;
 - e) to keep an up-to-date Register of the Membership of the Association;
 - f) to liaise with organizations and/or persons with interest in Botswana affairs in order to coordinate programmes or exchange notes.

ARTICLE IV: GENERAL MEETINGS OF THE ASSOCIATION

1. There shall be General Meetings of the Association ,in the form of Annual General Meetings and Extra Ordinary General Meetings, which shall be held at the times and places to be decided by the Chairperson, the Board or the previous General Meeting. The Extraordinary General Meetings shall deal with business that cannot wait until the Association's Annual General Meeting If deemed necessary minutes shall be kept and be available for inspection by the members of the Association
2. When General Meetings include lunches or dinners, members shall be expected to meet individually the expenses arising there from.
3. Members shall be allowed to bring guests and they shall be responsible for any costs involved.

ARTICLE V: THE ANNUAL GENERAL MEETING

1. The Association shall hold an Annual General Meeting not later than 31st of March each year.
2. The Board shall inform the members of the place and time of the Annual General Meeting at least four weeks before the meeting. The Annual Report shall be distributed at least two weeks before the meeting.
3. The Chairperson of the Association shall open and preside over the Annual General Meeting until the election of an ad hoc Committee, composed of a Chairperson, a Secretary and two members to check the minutes, for the purpose of conducting the meeting.
4. The following business shall, inter alia, be discussed at each Annual General Meeting:
 - a) opening of the meeting and election of a Chairperson and a Secretary for the meeting and two members to check the minutes;
 - b) question whether the Annual General Meeting has been properly called;
 - c) adoption of an Agenda;
 - d) the annual report of the Board of the activities of the Association;
 - e) annual Financial and Auditors' Reports;
 - f) adoption of the Board's Report;
 - g) determination of annual membership fee for the following calendar year;
 - h) election of Chairperson and members of the next Board;
 - i) election of two auditors and one deputy auditor;
 - j) election of an Election Committee composed of two members. One member shall be appointed Chairperson;

- k) any other business as may be specified in the notice of the Annual General Meeting
 - l) any other business raised and supported at the meeting by a majority of members present.
5. Members' proposals for consideration at the Annual General Meeting shall be submitted to the Board in writing at least two weeks before the Meeting.

ARTICLE VI: EXTRAORDINARY GENERAL MEETING

1. a) The Board may call an extraordinary General Meeting if there are urgent and pressing reasons for doing so, or at the request of at least ten Members of the Association.
b) In case of a request from ten Members of the Association the Board shall be obliged to call an Extraordinary Meeting within four weeks of receiving the petition and full reasons for requesting the meeting.
2. Notice for an Extraordinary General Meeting shall be sent out at least two weeks before the Meeting.
3. Only items specified in the Notices shall be discussed unless members decide by two-thirds majority to discuss other items.
4. Certain relevant provisions of the Annual General Meetings of the Association shall also apply in case of Extraordinary General Meetings.

ARTICLE VII: FINANCIAL SUPPORT FOR PROJECTS

Where the Association may consider supporting projects in Botswana financially, the following criteria shall be taken into consideration:

1. The project shall meet one of the following:
 - a) be in the interest of enhancing cultural exchanges;
 - b) be for the direct benefit of children;
 - c) be of cultural and social benefit to recipients in Botswana.
2. The Board may approve up to SEK 10 000 for the funding of projects. Amounts in excess of SEK 10 000 will require sanctioning at a General Meeting.

ARTICLE VIII: VOTING PROCEDURE OF THE ASSOCIATION

1. Any member of the Association who has paid his/her annual fee shall be entitled to one vote only.
2. The decisions of all meetings of the Association shall be made by a simple majority of members present and voting unless the members decide to the contrary by two-thirds majority. The admission of an Honorary Member or the expulsion of a member shall require a two-thirds majority vote of the members present.
3. In all meetings of the Association the voting shall be by the show of hands or by standing, but any member shall be entitled to request for a secret ballot regarding elections.

4. In case of tie voting, the matter shall be resolved by the Chairperson exercising his right of a casting vote, except in case of elections when the issue shall be decided by drawing of lots.

ARTICLE IX: FINANCES OF THE ASSOCIATION

1. The funds of the Association shall be expended in accordance with decisions of the Annual General Meeting or Board recorded in the Minutes.
2. The Association shall operate a postal giro and/or banking account. Signatories to the account shall be at least two members of the Board, authorized to sign one at a time. Major expenses shall be authorized by the Board.
3. The Association's Financial Year shall be the calendar year.
4. The Board shall account, prepare and submit financial reports to the Annual General Meeting of the Association each year.

ARTICLE X: AUDITING OF THE ASSOCIATION'S ACCOUNTS

1. The Association's financial accounts shall be audited annually by two auditors appointed by the Annual General Meeting
2. The audited accounts of the Association, together with the Auditors' Report, shall be forwarded by the Treasurer to the Annual General Meeting for consideration.

ARTICLE XI: AMENDMENT OF THE CONSTITUTION AND DISSOLUTION OF THE ASSOCIATION

1. This Constitution shall be amended by the Annual General Meeting of the Association provided:
 - a) notice of the proposed amendment(s) is circulated to members of the Association not less than four weeks before the General Meeting; and
 - b) the proposed amendment is subsequently supported by two-thirds of members present and voting.
2. The Association may be dissolved by the decision of three-fourth of the members of the Association voting separately at two consecutive General Meeting of the Association punctuated by a period of at least one month.
3. In the event of the decision to dissolve the Association being made, the entire assets of the Association shall be donated to a charitable organization in Botswana to be decided upon by a simple majority of members present at the last meeting of the Association.

Constitution first adopted in Stockholm, April, 1984
Amended March, 2002
Amended March, 2008
Amended March, 2015