

CHARTER OF ASSOCIATION

As accepted at the Annual General Meeting on 25 April 2009.

Article 1: Operation Mercy is an international non-profit organization (established 06 Sept 2001)

Article 2: The board has its headquarters in Orebro, Sweden.

Article 3: The purpose of the organization is to carry out relief and development work, primarily in North Africa, the Middle East, the Caucasus and Central Asia.

Article 4: Membership of the organization can be granted to any person who accepts the conditions of membership. Applications for membership shall be made to the board of the organization. The board will be responsible to ensure that a list of all members is kept.

Article 5: The organisation's activities and legal matters are directed by the board. An advisory committee consisting of people with experience in relief work may be appointed to support the board. Daily management of the activities shall be provided by the International Director of the organization. Relief and development work shall be carried out primarily by volunteer workers who are responsible for their own personal financial support. Gifts and contributions can be received from individuals, organizations and authorities.

Article 6: The organisation's financial year shall be the calendar year.

Article 7: The organisation's annual general meeting shall be held within 6 months of the end of the financial year.

Article 8: The annual general meeting shall address the following matters:

- Election of the chairman and the secretary of the annual general meeting;
- The annual report from the board, including a report of activities and financial reports;
- Audit report;
- The matter of discharging the board from liability;
- Election of board members for a 3-year term eligible for election for another term of 3 years;
- Election of at least one or two auditors, at least one of whom shall be qualified.
- Election of a selection committee consisting of at least two people;
- The amount of the annual fee.

Article 9: If necessary an extra general meeting can be convened by request of the board or by at least one third of the members of the organization.

Article 10: Notice of the annual general meeting shall be given at least one month in advance. At the annual general meeting each member has one vote. Voting rights can only be exercised by members present. Votes are taken by simple majority.

Article 11: The board shall consist of at least five and no more than seven members plus two deputies. The international director is an ex-officio member. The board shall meet on at least two occasions during the year. The board shall form a quorum when at least half the members are present. Decisions are carried by majority votes of those board members present.

Article 12: The board shall appoint a chairman and secretary from its members. In addition the board shall appoint an international director and a treasurer.

Article 13: The board is responsible for the organisation's finances and bookkeeping. Each year the board will draw up an annual report including reports of activities and financial reports. The annual report will be examined by the organisations's auditor(s) and approved at the annual general meeting. The board shall approve plans and budgets for the activities of the organization.

Article 14: The organisation's accounts and the financial reports shall be examined every year by 1-2 qualified auditors, who shall submit an audit report at the annual general meeting.

Article 15: The board as a whole or two members of the board appointed by the board shall sign jointly on behalf of the organization. The board can also delegate authority to sign on behalf of the organization to the International Director. Authorisation to sign for postal giro and bank accounts may be given to those persons appointed by the board.

Article 16: Decisions on amendments to the charter shall be taken at two consecutive general meetings, one being the annual general meeting. Motions for changes to the charter shall be submitted to the board at least two months prior to the annual general meeting.

Article 17: In order to fulfill the purposes stated in the Charter, the organisation has the right to open representative offices, branches, departments and subsidiaries outside the borders of Sweden, as stated in Article 3. Representative offices and branches are opened in accordance with decisions of the Board and act according to the Charter approved by the members. Administration of the activities of representative offices, branches, departments and subsidiaries is carried out by the International Director, who is appointed by the Board.

Article 18: Any decision on dissolving the organization shall be taken at two consecutive general meeting, one being the annual general meeting. On dissolution of the organization all assets shall be transferred to an organization with a similar purpose and objective.