

# **Statutes for the Swedish Red Cross Society**

Adopted by the Swedish Red Cross General Assembly 2021

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## **Table of Content**

<b>§ 1 Mission</b>	<b>3</b>
<b>§ 2 Legal Status</b>	<b>3</b>
<b>§ 3 Mandate and Commitments</b>	<b>3</b>
<b>§ 4 Membership</b>	<b>6</b>
<b>§ 5 Voluntary service</b>	<b>7</b>
<b>§ 6 National level</b>	<b>7</b>
<b>§ 7 Local level</b>	<b>7</b>
<b>§ 8 Red Cross Youth Association</b>	<b>8</b>
<b>§ 9 Emergency Organisation</b>	<b>8</b>
<b>§ 10 The National Assembly</b>	<b>8</b>
<b>§ 11 The Swedish Red Cross Governing Board</b>	<b>14</b>
<b>§ 12 Branch Assembly</b>	<b>17</b>
<b>§ 13 Branch Boards</b>	<b>19</b>
<b>§ 14 Regional Councils</b>	<b>21</b>
<b>§ 15 Management</b>	<b>23</b>
<b>§ 16 Authorised Signatories for the Swedish Red Cross Governing Board's Operations</b>	<b>24</b>
<b>§ 17 Authorised Signatories for Branch Boards' Operations</b>	<b>24</b>
<b>§ 18 Audit of the Swedish Red Cross Governing Board's Operations</b>	<b>25</b>
<b>§ 19 Internal inspection of the Swedish Red Cross Governing Board's work</b>	<b>25</b>
<b>§ 20 Audit of Branch Boards' Operations</b>	<b>26</b>
<b>§ 21 Fiscal Year</b>	<b>26</b>
<b>§ 22 Implementing Regulation</b>	<b>26</b>
<b>§ 23 Amendments to the Statutes</b>	<b>27</b>
<b>§ 24 Exceptions to, and Interpretation of, the Statutes</b>	<b>27</b>
<b>§ 25 Dissolution of the National Society</b>	<b>27</b>

## **§ 1 Mission**

The mission of the Swedish Red Cross Society (the Swedish Red Cross) is to:

- prevent and alleviate human suffering wherever and whenever it may occur, protect life and health, and ensure respect for the value of every human being, particularly in times of armed conflict and other emergency situations,
- work for the prevention of disease and promotion of health and social welfare,
- encourage voluntary service, constant preparedness to provide assistance, and a universal sense of solidarity towards all in need of the International Red Cross and Red Crescent Movement's protection and assistance.

## **§ 2 Legal Status**

The Swedish government has confirmed the Swedish Red Cross as a volunteer organization auxiliary to the public authorities within the humanitarian sphere, and as the only Red Cross National Society in Sweden.

The Swedish Red Cross, which was recognised by the International Committee of the Red Cross in 1865, is part of the International Red Cross and Red Crescent Movement and became a member of the International Federation of Red Cross and Red Crescent Societies in 1919. As a member of the Movement, the Swedish Red Cross is obliged to adhere to the Movement's statutes.

As its emblem, the Swedish Red Cross uses the heraldic Red Cross symbol against a white background.

The Swedish Red Cross logo consists of the red cross against a white background along with the National Society's name or initials.

The Swedish Red Cross must always use the Red Cross emblem in conformity with the rules stipulated in the 1949 Geneva Conventions and their Additional Protocols, as well as the regulations on the use of the emblem as determined by the Council of Delegates.

## **§ 3 Mandate and Commitments**

The Swedish Red Cross's operations are founded upon, and must always conform with

- the 1949 Geneva Conventions and their Additional Protocols
- the Fundamental Principles of the International Red Cross and Red Crescent Movement
- the statutes of the International Red Cross and Red Crescent Movement, the Constitution of the International Federation of Red Cross and Red Crescent Societies and resolutions adopted by its General Assembly and Board, and resolutions adopted by the International Conference of the Red Cross and Red Crescent and the Council of Delegates
- resolutions adopted at the General Assembly of the Swedish Red Cross

## **Fundamental Principles**

### **HUMANITY**

The International Red Cross and Red Crescent Movement, born of a desire to bring assistance without discrimination to the wounded on the battlefield, endeavours, in its international and national capacity, to prevent and alleviate human suffering wherever it may be found. Its purpose is to protect human life and health and to ensure respect for the human being. It promotes mutual understanding, friendship, cooperation and lasting peace amongst all peoples.

### **IMPARTIALITY**

The Movement makes no discrimination as to nationality, race, religious beliefs, class or political opinions. It endeavours to relieve the suffering of individuals, being guided solely by their needs, and to give priority to the most urgent cases of distress.

### **NEUTRALITY**

In order to continue to enjoy the confidence of all, the Movement may not take sides in hostilities or engage at any time in controversies of a political, racial, religious, or ideological nature.

### **INDEPENDENCE**

The Movement is independent. The National Societies, while auxiliaries in the humanitarian services of their governments and subject to the laws of their respective countries, must always maintain their autonomy so that they may be able at all times to act in accordance with the principles of the Movement.

### **VOLUNTARY SERVICE**

The Movement is a voluntary relief movement not prompted in any manner by desire for gain.

### **UNITY**

There can only be one Red Cross or one Red Crescent Society in any one country. It must be open to all. It must carry out its humanitarian work throughout its territory.

### **UNIVERSALITY**

The International Red Cross and Red Crescent Movement, in which all Societies have equal status and share equal responsibilities and duties in helping each other, is worldwide.

## **Duties**

The Swedish Red Cross carries out humanitarian operations related to emergency relief in, and preparedness for, armed conflicts, climate-related and human-made disasters, and other emergency situations domestically and internationally, reduces risks and strengthens resilience, and also promotes International Humanitarian Law and humanitarian values.

In particular, the Swedish Red Cross must

- a) provide assistance and protection for people who are affected by armed conflicts, as well as those who are affected by disasters and other emergency situations

- b) disseminate knowledge and work for increased understanding of International Humanitarian Law, humanitarian values, and the Red Cross ideology and Fundamental Principles
- c) cooperate with the government to ensure respect for International Humanitarian Law, including protection of the emblem
- d) continuously examine the domestic and international need for humanitarian operations, and design its initiatives for, and together with, those who are most vulnerable
- e) contribute to domestic and international relief operations
- f) participate in international development programmes to strengthen the International Red Cross and Red Crescent Movement, including Red Cross and Red Crescent Societies in other countries
- g) search for missing relatives, exchange Red Cross messages, and reunite separated families
- h) develop resources as well as recruit and train volunteers and staff to perform duties
- i) create understanding for, and stimulate people to take part in, the National Society's work without discrimination of any kind, such as on the grounds of ethnic or social background, sex, gender identity or expression, age, faith, creed, sexual orientation, functional disability, language, or political opinion

Through its work, the Swedish Red Cross strives to contribute to peace in the world, increase respect for International Humanitarian Law and human rights in accordance with the principle of all human beings' equal value, and contribute to sustainable development.

The work is carried out in consultation with the International Committee of the Red Cross, the International Federation of Red Cross and Red Crescent Societies, other Red Cross and Red Crescent National Societies, as well as public authorities, institutions, and organisations in Sweden.

### **Auxiliary role**

The Swedish Red Cross has an auxiliary role in relation to Swedish government agencies within the humanitarian sphere, and in this role carries out the duties which a National Society has according to the 1949 Geneva Conventions and their Additional Protocols, as well as other humanitarian operations which are defined by law or agreement with Swedish governmental agencies. These include:

- disseminating knowledge on, and ensuring respect for, International Humanitarian Law
- searching for missing relatives, exchange Red Cross messages, and reunite separated families
- transmitting information on prisoners of war and civilian internees (National Information Bureau)

In its relationship with governmental agencies, the Swedish Red Cross must always maintain the independence required for the National Society to be able to act in accordance with the Fundamental Principles of the International Red Cross and Red Crescent Movement.

## **§ 4 Membership**

Membership is open to all who are committed to the objectives and Fundamental Principles of the Red Cross, without discrimination of any kind.

As a member, you have the right to apply for assignments, nominate a person to an assignment according to §§ 10, 12 and 14, submit proposals and vote in the meetings which membership and assignments entitle you to attend. Members who have chosen not to belong to a branch are not entitled to nominate to assignments according to §§ 12 and 14. Members must disseminate knowledge and act according to the Fundamental Principles as well as abide by the statutes and Code of Conduct, as determined by the Swedish Red Cross Governing Board.

### **Joining**

Anyone who wishes to become a member must pay the annual membership fee decided by the National Assembly. Membership is valid from the day the Swedish Red Cross receives the membership fee payment.

Through 31 December of the year in which the member turns 30 years old, membership also includes being a member of the Swedish Red Cross Youth Association. Members of the Swedish Red Cross Youth Association are also members of the Swedish Red Cross.

A member belongs to a branch (local organisation) or actively elects to not belong to one. Members who have chosen not to belong to a branch are subject to the same rules as branch members, in accordance with these statutes with the exception of §§ 12, 13 and 14, which are not applicable to non-branch members. A member may belong to more than one branch, and in such case pays membership fees for each branch.

Membership is a pre-requisite to work as an elected representative in the Swedish Red Cross.

Employees of the Swedish Red Cross may not be elected representatives at any level of the organisation.

### **Resignation**

An application for resignation is submitted to the branch to which the member belongs, or to the Swedish Red Cross Governing Board. A member may ask to resign at any time.

Any member who has not paid their membership fee for the corresponding year is deemed to have resigned their membership of the organisation.

Any member who has resigned can rejoin the organisation through paying their membership fee once again, in accordance with § 4.

## **Expulsion**

A member may be expelled if their actions contravene the statutes' Objectives paragraph (§ 1) or if they otherwise act contrary to the Fundamental Principles of the Red Cross. A member who has been expelled must be notified immediately in writing.

In case of violation of §§ 1-3 of the statutes, in the case of financial mismanagement, violation of the Code of Conduct or any other violation of powers, the Swedish Red Cross Governing Board, a Branch Board, or member may initiate the expulsion of a member. Decisions on the expulsion are taken by the branch to which the member belongs, or by the Swedish Red Cross Governing Board if the member does not belong to any branch.

The decision takes immediate effect and applies throughout the Swedish Red Cross.

Expulsion decisions can be appealed to the Swedish Red Cross Governing Board within six months. The Governing Board's decisions cannot be appealed.

Reinstatement of an expelled member must be conditional.

## **§ 5 Voluntary service**

Voluntary service is open to all who are committed to the objectives and Fundamental Principles of the Red Cross, without discrimination of any kind.

Volunteers' rights and obligations are stated in the volunteer policy and the Code of Conduct determined by the Swedish Red Cross Governing Board.

## **§ 6 National level**

The Swedish Red Cross is governed by the National Assembly and the Swedish Red Cross Governing Board.

The seat of the Swedish Red Cross is in Stockholm.

## **§ 7 Local level**

The Swedish Red Cross is organised locally in municipality branches. Exceptions may be made upon consent from the Swedish Red Cross Governing Board. The creation of a new branch is approved by the Swedish Red Cross Governing Board.

Every branch is a legal entity and, according to the Fundamental Principle of Unity, formally subordinate to the Swedish Red Cross Governing Board. Branches must abide by the resolutions which are adopted by the National Assembly and the Swedish Red Cross Governing Board.

A branch operates within a defined geographical area and is governed by a Branch Board. The Branch Board can organise the branch's operations in groups based on a general direction

(Red Cross groups) or a specific direction (operational working groups). Red Cross groups and operational working groups are subordinate to the Branch Board and are not legal entities.

Branches must cooperate with one another when possible.

The branches' names, seats, and geographical domains are determined by the Swedish Red Cross Governing Board. The name must include "Red Cross branch".

A branch is dissolved through a resolution by the Branch Assembly, submitted to the Swedish Red Cross Governing Board for confirmation. If a branch contravenes §§ 1-3 of the statutes, mismanages its financial administration, or in any other way acts beyond its authority, the Swedish Red Cross Governing Board may order its dissolution. The Swedish Red Cross Governing Board then issues regulations on the branch's assets and actions.

## **§ 8 Red Cross Youth Association**

The Red Cross Youth Association is the Swedish Red Cross Youth Association and has the status of an independent organisation within the Swedish Red Cross.

The Red Cross Youth Association is a legal entity and, according to the Fundamental Principle of Unity, a part of the Swedish Red Cross. The Red Cross Youth Association must follow the resolutions adopted by the National Assembly and the Swedish Red Cross Governing Board, in accordance with § 11.

The highest decision-making body of the Youth Association is the National Annual Meeting.

The Red Cross Youth Association engages young people to create respect for the value of human beings, increase mutual understanding, and prevent and alleviate human suffering.

The Swedish Red Cross must cooperate with the Red Cross Youth Association on all levels.

## **§ 9 Emergency Organisation**

A special emergency organisation is established within the Swedish Red Cross for operations during, and preparedness for, armed conflicts and other major societal crises in Sweden. Regulations for such operations are determined by the Swedish Red Cross Governing Board.

On the national level, a reduced Swedish Red Cross Governing Board is organised, requiring at least five members to form a quorum.

On the local level, a reduced Branch Board is organised with at least two members.

## **§ 10 The National Assembly**

The National Assembly is responsible for taking decisions on the overall steering and direction of the Swedish Red Cross, so that the National Society is developed both domestically and internationally according to the mission as indicated in the statutes of the International Red Cross and Red Crescent Movement.

The National Assembly is the highest decision-making body of the Swedish Red Cross.

The National Assembly must be held at the latest on the 15<sup>th</sup> of June, every other year.

The National Assembly is attended by:

- Swedish Red Cross delegates from all municipalities
- Swedish Red Cross Youth Association delegates
- Members of the Swedish Red Cross Governing Board

The National Assembly elects its chairperson(s). The chairperson(s) and two persons elected by the Assembly review and approve the minutes which are taken.

The Assembly takes place physically. If necessary or otherwise deemed appropriate, the Governing Board can decide for it to be carried out digitally instead.

## **Duties**

The National Assembly

- a) decides whether the Assembly has been convened in accordance with the statutes
- b) determines the agenda for the National Assembly
- c) determines the statutes of the Swedish Red Cross
- d) determines economic regulations of the Swedish Red Cross
- e) determines employer regulations of the Swedish Red Cross
- f) decides on the Swedish Red Cross organisation of elected representatives
- g) determines the strategic direction of the Swedish Red Cross
- h) determines the membership fee for the coming two-year period, and decides on the distribution of this fee between the Swedish Red Cross Governing Board and the branches
- i) addresses the annual report and annual financial statements of the Swedish Red Cross Governing Board, as well as the audit report on its operations and administration, for each of the previous two financial years
- j) determines balance sheets and income statements
- k) decides whether or not the Swedish Red Cross Governing Board shall be discharged from liability, for each of the previous two financial years
- l) decides on motions and proposals submitted
- m) elects the President of the Swedish Red Cross
- n) elects the additional eleven members of the Swedish Red Cross Governing Board
- o) determines the duties of, and the remuneration for, the President of the Swedish Red Cross, as well as the principles of remuneration for the other members of Swedish Red Cross Governing Board and other elected representatives within the National Society
- p) decides on the number of members on the nomination committee
- q) elects the nomination committee and adopts their terms of reference
- r) selects the accounting firm, internal auditors and substitutes, according to the established sequence, as well as determines the terms of reference for the organisation's auditors

- s) carries out other potential elections
- t) fulfils other duties stipulated by the statutes

### **Notice on Time and Place**

A notice setting out the time and place for the National Assembly must be sent to all branches, members of the Swedish Red Cross Governing Board, the Red Cross Youth Association, and the auditors, at the latest by 15 December the year preceding the National Assembly.

### **Motions and Proposals**

Every other National Assembly shall be specifically focused on statutes, membership fees, financial regulations and employer regulations, with every other National Assembly focused on strategic direction.

Motions and proposals on matters which fall outside of the next National Assembly's specific focus are referred to the subsequent Assembly upon decision by the Governing Board. The Governing Board announces no later than five weeks before the National Assembly if a motion is postponed to the subsequent National Assembly. A motion or a proposal may only be postponed once.

A motion or a proposal which does not have a direct connection to the next National Assembly's specific focus may be considered if:

- the Swedish Red Cross Governing Board so decides
- at least one fourth of the National Assembly delegates so request
- at least four of the Regional Councils so request or
- any of the auditors call for it in light of the audit carried out the year after the previous National Assembly

Motions and proposals which do not have a direct connection to either of the two National Assemblies' specific foci are considered at the Assembly to which they are submitted.

Members, branches, and the Red Cross Youth Association have the right to present motions.

The Swedish Red Cross Governing Board has the right to present proposals.

Motions to the National Assembly shall be submitted by the Swedish Red Cross Governing Board no later than the last day of February of the year of the National Assembly.

The Swedish Red Cross Governing Board's proposed strategic direction, proposed statutes, and proposed membership fees must be issued no later than 15 December the year before the National Assembly, in conjunction with the above-mentioned notice on time and place.

### **Summons**

Written summons, annual reports, agenda, proposals from the Swedish Red Cross Governing Board and its opinion on motions, and the nomination committee's proposals shall be issued

to the National Assembly delegates, members of the Swedish Red Cross Governing Board, the Red Cross Youth Association, and the auditors no later than five weeks prior to the National Assembly.

### **Voting Rights and Quorum**

The General Assembly has a quorum when at least three quarters of those eligible to vote are present. Those eligible to vote at the National Assembly are registered delegates and members of the Swedish Red Cross Governing Board, each of whom have one vote. Voting takes place by open ballot. However, elections are conducted by secret-ballot vote if the Assembly so decides.

The National Assembly's resolutions are passed by a simple majority or, in the event of equal numbers of votes, by a random draw.

Resolutions to amend the statutes require a two-thirds majority of all eligible to vote.

Members of the Swedish Red Cross Governing Board may not take part in decisions regarding the Board's potential discharge from liability, selection of auditors and decisions on terms of reference for association auditors, election of the Board, determination of the President of the Swedish Red Cross's remuneration, remuneration for the members of the Board, or the determination and adoption of terms of reference for the nomination committee.

Members of the Swedish Red Cross Governing Board may not take part in decisions regarding the Board's potential discharge from liability, selection of auditors and decisions on terms of reference for association auditors, election of the Board, determination of the President of the Swedish Red Cross's remuneration, remuneration for the members of the Board, or the determination and adoption of terms of reference for the nomination committee.

Members of the Swedish Red Cross Governing Board may not take part in decisions regarding the Board's potential discharge from liability, selection of auditors and decisions on terms of reference for association auditors, election of the Board, determination of the President of the Swedish Red Cross's remuneration, remuneration for the members of the Board, or the determination and adoption of terms of reference for the nomination committee.

Members of the Swedish Red Cross Governing Board may not take part in decisions regarding the Board's potential discharge from liability, selection of auditors and decisions on terms of reference for association auditors, election of the Board, determination of the President of the Swedish Red Cross's remuneration, remuneration for the members of the Board, or the determination and adoption of terms of reference for the nomination committee.

If there are multiple candidates, election to the Swedish Red Cross Governing Board must always be conducted by a secret-ballot vote.

### **Nomination Committee**

The nomination committee must consist of seven members and one chairperson. The nomination committee is nominated by the following bodies: The regional councils must nominate five members. The Red Cross Youth Association Nomination Committee must

nominate a member, who is elected by the Red Cross Youth Association's National Annual Meeting. The Swedish Red Cross Nomination Committee must nominate a member. The Swedish Red Cross Governing Board must nominate a nomination committee chairperson.

The mandate period corresponds to the period between National Assemblies, which is two years.

The President's maximum consecutive term of office is the period between four National Assemblies, which is eight years.

Other members' maximum term of office is the period between four National Assemblies, which is eight years.

If there is a need for a by-election by the nomination committee due to permanent hindrance in the middle of a term, a new member must be nominated and selected by the body which nominated the member before the National Assembly's election.

An exception is made for the elected member of the Red Cross Youth Association, who is selected by the Red Cross Youth Association's Board in the case of a by-election.

The member elected in the by-election adopts the same mandate as the member elected by the National Assembly.

A member elected in a by-election may, after the first partial term, be re-elected for a maximum of four consecutive National Assembly terms.

Specific terms of reference for the nomination committee are determined by the National Assembly.

The nomination committee must submit proposals to the National Assembly for the following:

- President of the Swedish Red Cross (as well as for the Swedish Red Cross Governing Board)
- additional members of the Swedish Red Cross Governing Board
- accounting firm and association auditors as well as alternate auditors according to determined sequence
- National Assembly Presidium
- tellers and regulators for votes at the National Assembly
- a drafting committee during the National Assembly

In its work, the nomination committee must pay particular attention to the last bullet point of § 3b and the first three paragraphs of § 11.

The nomination committee proposes the mission, term limit, and remuneration for the President of the Swedish Red Cross to the National Assembly, as well as remuneration principles for additional members of the Swedish Red Cross Governing Board and potentially other elected representatives.

A member or branch is eligible to nominate persons to the above-mentioned assignments. Nominations to the above-mentioned assignments must be submitted to the National Assembly no later than the 1<sup>st</sup> of October the year before the National Assembly takes place.

## **Delegates**

National Assembly delegates take part in the National Assembly on behalf of a branch within a municipality and shall take decisions on the questions brought forth. Delegates prepare, monitor, inform on, and follow up on the National Assembly's resolutions in the municipality.

## **Protocol**

The term of office corresponds to the period between National Assemblies, which is two years.

A delegate's maximum consecutive term of office is the period between four National Assemblies, which is eight years.

Delegates are elected by the members of a branch. Those eligible for election are the members of the branch. The Branch Board within each municipality decides whether delegates and alternate delegates to the National Assembly are elected at the Branch Assembly or an Extraordinary Branch Assembly.

One delegate and one alternate delegate are elected to the National Assembly. If a municipality is lacking a delegate, a delegate may be chosen from a neighbouring municipality.

In the case of a delegate or alternate delegate's decease, the members of the branch in the municipality elect a new delegate.

In municipalities with more than 3,000 members, one additional delegate and alternate delegate are elected for every additional 3,000. The calculation of the number of extra delegates and alternate delegates is based upon the number of members who were registered as of 31 December of the year two years prior to the National Assembly. However, the number of delegates from a given region may never be fewer than four.

In municipalities with multiple branches, the branches confer with one another regarding the distribution of the given number of delegates and how they shall be elected.

The Branch Board announces the delegates to the National Assembly to the Swedish Red Cross Governing Board no later than the 5<sup>th</sup> of March the year of the Assembly.

The Swedish Red Cross Governing Board decides on the electoral procedure for the election of National Assembly delegates.

The Red Cross Youth Association appoints a maximum of ten delegates.

## **Extraordinary National Assembly**

An Extraordinary National Assembly must be held when:

- the Swedish Red Cross Governing Board so decides
- at least half of the National Assembly delegates so request
- at least half of the regional councils so request

- any of the auditors consider it necessary on the grounds of the audit for the year following the previous National Assembly, or
- the auditors so request on the grounds that the Swedish Red Cross Governing Board, due to resignations or other permanent absence, is no longer quorate

The delegates attending an Extraordinary National Assembly are the delegates from the previous ordinary National Assembly.

A written summons with the agenda shall be issued to the National Assembly delegates, members of the Swedish Red Cross Governing Board, the Red Cross Youth Association, and the auditors no later than four weeks prior to the Extraordinary National Assembly.

The Extraordinary National Assembly only addresses matters which are set out in the summons.

## **§ 11 The Swedish Red Cross Governing Board**

### **Mission**

The Swedish Red Cross Governing Board directs the Swedish Red Cross's operations in accordance with the National Assembly's commitments. Between National Assemblies, the Governing Board holds the highest responsibility for the Swedish Red Cross's operations and finances, as well as for its overall strategic development.

### **President and Other Members**

The president of the Swedish Red Cross Governing Board has a particular responsibility to represent the organisation in Sweden and in international statutory meetings, as well as lead the work of the Governing Board.

The Swedish Red Cross Governing Board members must be good representatives of the Swedish Red Cross. The Governing Board must be composed of broad and relevant competence from board and management positions, experience from different areas of Sweden and society, and expertise in areas which are of particular importance for the Swedish Red Cross.

The Swedish Red Cross Governing Board must consist of one president and eleven additional members, of whom one must be the president of the Swedish Red Cross Youth Association.

The Swedish Red Cross Governing Board appoints one or more vice-presidents.

The term of office corresponds to the period between National Assemblies, which is two years.

The president's maximum consecutive term of office is the period between four National Assemblies, which is eight years.

The other members' consecutive term of office is the period between four National Assemblies, which is eight years.

The terms of office of the president and the other members are independent of each other.

A member elected in a by-election may, after the first partial term, be re-elected for a maximum of four consecutive National Assembly terms.

If the president does not complete a term of office, the Governing Board elects one of its members to be the new president for the remaining partial term.

A member of the Governing Board must be of legal age and must not be in bankruptcy or have a trading prohibition. The member must also not have any payment defaults and/or unpaid tax liabilities.

In the event that a Governing Board member does not complete a term of office, the Governing Board must when necessary call for a by-election. By-elections must be held at an Extraordinary National Assembly, preferably by decision per capsulam.

## **Duties**

The Swedish Red Cross Governing Board

- a) constitutes the highest decision-making body during the period between National Assemblies
- b) decides on its long-term direction in accordance with the statutes and the resolutions of the National Assembly
- c) is responsible for the Swedish Red Cross's domestic and international operations, and for ensuring that they are conducted according to the stated objectives and based on the strategic direction
- d) represents the Swedish Red Cross in the International Red Cross and Red Cross Movement and external contexts
- e) is responsible for ensuring that the Swedish Red Cross adheres to the rules governing the use of the Red Cross emblem as set out in § 2
- f) issues a notice on the time and place of the National Assembly, which it also convenes
- g) determines, on an annual basis, the operational plan and budget for the Swedish Red Cross Society
- h) determines planning and monitoring systems for the Swedish Red Cross
- i) is responsible for ensuring that the Swedish Red Cross conducts operations throughout the country
- j) appoints authorised signatories for the Swedish Red Cross
- k) addresses other questions of principle or greater financial importance for the Swedish Red Cross's operations
- l) provides an annual report, including annual financial statements, for the Swedish Red Cross Governing Board for the preceding financial year, and presents to the National Assembly the annual report and auditors' report on the Governing Board's activities and management during the period since the preceding Assembly
- m) presents motions, accompanied by an own statement, to the National Assembly
- n) is responsible for proposals to the National Assembly concerning the operations, strategic direction, organisation of elected representatives, and management of the Swedish Red Cross

- o) determines the delegation protocol for the Regional Council
- p) convenes the Regional Council chairs for joint deliberations (see § 14)
- q) convenes a Regional Forum every other year (see § 14)
- r) appoints the Secretary-General of the Swedish Red Cross
- s) determines instructions for the Secretary-General
- t) determines the fundamental statutes for the Red Cross Youth Association following consultation with, or on the proposals of, the National Annual Meeting
- u) addresses the annual report and auditors' report for the Red Cross Youth Association
- v) decides on the delegation to the National Annual Meeting regarding the question of discharge from liability for the Red Cross Youth Association Governing Board
- w) appoints boards for foundations and other organisations under the Governing Board's responsibility
- x) performs other duties specified in the statutes

The Governing Board may instruct the president, the Presidium – the president and vice-presidents – or other persons, individually or jointly, to jointly handle duties or other matter as decided by the Governing Board.

The Governing Board must determine its rules of procedure, including rules for disqualification.

The Governing Board cooperates with the Red Cross Youth Association's Governing Board.

The Swedish Red Cross Governing Board retains the right to issue a warning to one of its members in the event of a violation of §§ 1-3 in the statutes, financial mismanagement, breach of the Code of Conduct, or any other violation of powers.

## **Meetings**

The Swedish Red Cross Governing Board must meet at least six times per year.

Meetings are chaired by the president or vice-president.

The chair of the meeting and one other member appointed by the Governing Board review and approve the minutes which are taken at each meeting.

The president of the Governing Board decides on the time and place of each meeting. A written notice and agenda are sent out no later than one week prior to the meeting.

Voting takes place by open ballot. Each Governing Board member has one vote. The Governing Board has a quorum when at least eight of its members, including the president or a vice-president, are present. Resolutions of the Governing Board are passed by a simple majority. In the event of a tied vote, the chair of the meeting has the casting vote.

## **Secretary-General and Employee Organisation**

Assisting the Swedish Red Cross Governing Board is a Secretary-General who leads an organisation of employees. The employee organisation must cooperate with cooperate with branches and Regional Councils, as well as with various elected representatives.

## **§ 12 Branch Assembly**

The Branch Assembly is the highest decision-making body of the branch.

The Branch Assembly must be held before the end of February each year.

The Branch Assembly comprises present members of the branch.

The Branch Assembly is chaired by the person(s) elected by the Assembly.

The chair of the Branch Assembly and two persons elected by the Assembly review and approve the minutes which are taken.

The Branch Assembly can be conducted physically or digitally, on which the Branch Board decides.

### **Duties**

The Branch Assembly

- a) decides whether the Branch Assembly has been convened in accordance with the statutes
- b) addresses the annual report with annual accounts as well as the audit report for the preceding financial year
- c) determines balance sheets and income statements
- d) decides whether the Branch Board should be discharged from liability
- e) addresses the question of operational direction for the coming operational year
- f) decides on motions and proposals submitted to the Branch Assembly
- g) decides on the number of members on the Branch Board
- h) determines the term of office for members of the Branch Board
- i) elects the President of the branch
- j) elects the other members of the Branch Board
- k) elects members to the nomination committee
- l) appoints auditors and alternates for them
- m) elects National Assembly delegates
- n) can express its opinion on proposals made by the Swedish Red Cross Governing Board, as well as membership fees and their apportionment

### **Notice**

Personal notices of the Branch Assembly must be sent out to the members of the branch and auditors via post or e-mail no later than three weeks prior to the Branch Assembly, except for the audit report which must be kept available no later than three days prior to the Branch Assembly.

The notice must specify the time and place, which matters will be addressed at the Branch Assembly, and where the annual report, annual accounts, audit report, and the nomination committee's proposals are kept available.

## **Motions and Proposals**

All branch members have the right to submit motions. The Branch Board has the right to submit proposals.

Motions must be received by the Branch Board no later than two weeks before the Branch Assembly.

## **Voting Rights and Quorum**

The Branch Assembly is quorate with members present.

Those who have the right to vote at the Branch Assembly are branch members who are present and who have paid their membership fee in accordance with § 4. Each member has one vote. Voting takes place by open ballot. However, elections are conducted by secret-ballot vote if the Assembly so decides.

Members may exercise their voting rights by proxy. Only another member may vote by proxy. The proxy may not represent more than one member. The proxy must produce a written, signed, and dated proxy authorisation form.

Resolutions of the Branch Assembly are passed by a simple majority or, in the event of an equal number of votes, by a random draw.

Branch board members may not take part in resolutions concerning discharge of liability of the board, or in the appointment of auditors.

Resolutions concerning dissolution of a branch require a majority of at least two thirds of those eligible to vote.

## **Nomination Committee**

The nomination committee must consist of one chairperson and at least two additional members.

The nomination committee must appoint one of its members as the chairperson.

The term of office is one year.

The maximum consecutive term of office of the chairperson, and of all other nomination committee members, is eight years.

The chairperson's and other members' terms of office are independent of one another.

The nomination committee submits proposals at the Branch Assembly for:

- president of the branch (as well as of the Branch Board)
- other members of the Branch Board
- auditors and their alternates
- arrangement of the election of the nomination committee for the following Branch Assembly
- Branch Assembly chairperson

The nomination committee must also submit candidates for National Assembly delegates before their election.

The nomination committee shall, in its work, pay particular attention to the final paragraph in § 3b.

### **Extraordinary Branch Assembly**

An Extraordinary Branch Assembly must be held when:

- the Branch Assembly so decides
- at least half of the branch's members so request
- any of the auditors so request, or
- the Swedish Red Cross Governing Board so requests

A personal summons is sent out no later than two weeks before the Extraordinary National Assembly. The Extraordinary National Assembly only addresses matters which are set out in the summons.

## **§ 13 Branch Boards**

### **Mission**

The Branch Board's mission is to work to improve the situation for people in the most vulnerable situations, and to take responsibility for the operations within its geographic area always being based on the Objectives paragraph (§ 1) and the strategic direction. The Branch Board must work for a well-functioning National Society which conducts relevant operations and resource mobilisation.

### **President and Other Members**

The president of the branch leads the work of the Branch Board.

Branch Boards must consist of the president and at least four additional members.

Each Branch Board must appoint one of its members as a treasurer, and may appoint one of its members as vice-president.

The Branch Assembly decides on the number of members. Members of a given branch are eligible for election to the Branch Board.

The maximum term of office is two years.

The maximum term of office is two years.

The president's maximum consecutive term of office is eight years. Other members' maximum term of office is eight years.

In exceptional cases, the term of office may be extended for one additional year at a time if the Branch Assembly so decides.

The terms of office of the president and the other members are independent of each other.

## **Duties**

### **Branch Boards**

- a) constitute the highest decision-making body during the period between Branch Assemblies
- b) lead, manage, monitor, and develop their respective branches and their activities in accordance with the statutes as well as the decisions taken by the National Assembly, the Swedish Red Cross Governing Board, and the Branch Assembly
- c) continuously assess local humanitarian needs in accordance with the strategic direction
- d) determine a one-year operational plan and budget for the branch's activities
- e) determine an emergency response and preparedness plan for the branch
- f) recruit members
- g) recruit volunteers and provide them with the conditions necessary to carry out their mission
- h) keep members and volunteers informed
- i) carry out advocacy work within the municipality
- j) develop an annual report and annual financial statements for the preceding financial year and, when applicable, a management report, and present them to the Branch Assembly together with the audit report on the Branch Board's activities and management
- k) issue a notice on the time and place of the Branch Assembly, which they also convene
- l) submit proposals for the branch's operations and present submitted motions with an attached motivation to the Branch Assembly
- m) submit the adopted and audited annual financial statements to be received by the Swedish Red Cross Governing Board no later than the 5<sup>th</sup> of March
- n) decide on whether the election of National Assembly delegates and their alternates takes place at the Branch Assembly or Extraordinary Branch Assembly, to which the branch members within the municipality are convened and register this/these delegate(s) with the Swedish Red Cross Governing Board no later than the 5<sup>th</sup> of March the year of the National Assembly
- o) send motions to the National Assembly
- p) appoint the person(s) eligible to act as authorised signatory/ies for the branch
- q) cooperate with respective municipalities, authorities, organisations, businesses, and other actors within the municipality
- r) when applicable, determine the delegation protocol for Red Cross groups and operational working groups
- s) carry out other tasks as specified in the statutes

A Branch Board may instruct the president, labour committee, volunteer leader, or other persons to, individually or collectively, handle duties and other issues according to the Branch Board's decision.

A Branch Board may also co-opt an external person.

Each Branch Board retains the right to issue a warning to one of its elected representatives in the event of a violation of §§ 1-3 in the statutes, financial mismanagement, breach of the Code of Conduct, or any other violation of powers.

## **Meetings**

The Branch Board must meet at least four times per year.

Meetings are chaired by the president or vice-president.

The chair of the meeting and one other member appointed by the Branch Board review and approve the minutes which are taken at each meeting.

The president of the Branch Board decides on the time and place of each meeting. The president decides on the manner in which the summons is issued.

Voting takes place by open ballot and each Branch Board member has one vote. The Board has a quorum when at least half of its members, including the president or a vice-president, are present. Resolutions of the Governing Board are passed by a simple majority. In the event of a tied vote, the chair of the meeting has the casting vote.

## **§ 14 Regional Councils**

### **Mission**

The Regional Council is responsible for supporting elected representatives in the region, with the purpose of strengthening the branches' work in implementing what the strategic direction sets out.

### **Chairperson and Other Members**

The Swedish Red Cross is divided into ten regions. There must be one Regional Council in each region.

Regional Councils are elected by the region's National Assembly delegates at a meeting convened by the outgoing Regional Council. Members of a branch in the region are eligible to be elected as Regional Councils. A nomination committee is appointed in accordance with the electoral procedure decided by the Swedish Red Cross Governing Board. The newly elected Regional Council is eligible to appoint two of its members as observers to the National Assembly.

Seven to nine members must be elected, of whom one is elected chairperson by the Regional Council itself. The Regional Council must also appoint one of its members as vice-chairperson. Substitutes may also be elected. Regional Councils may co-opt a representative for the Red Cross Youth Association within the region.

Regional Councils may also co-opt an external person.

The term of office for members is two years. The maximum consecutive term of office is eight years. The term of office for a Regional Council commences when the National Assembly is concluded and continues until and through the subsequent National Assembly. If a by-election is necessary during the period between National Assemblies, the Regional Council decides that the by-election shall be held. By-elections are carried out according to the sequence decided by the Swedish Red Cross Governing Board.

A Regional Council is not a legal entity.

## **Duties**

### Regional Councils

- a) support and encourage cooperation between the branches in their work to implement the strategic direction
- b) gather knowledge and gain understanding of the region's branches and their activities
- c) are a focal point in the exchange of information and dialogue between the branches and the Swedish Red Cross Governing Board
- d) initiate and facilitate dialogue on volunteering issues with authorities and other actors in the region
- e) carry out advocacy work within their respective regions
- f) fulfil the duties which are specified and delegated to them by the Swedish Red Cross Governing Board

A Regional Council may instruct the chairperson, labour committee, Branch Board, or other persons to, individually or collectively, handle duties and other issues according to the Regional Council's decision.

## **Meetings**

Each Regional Council must meet at least four times per year. The meetings are led by the chairperson or vice-chairperson. The chairperson of the meeting and one member appointed by the Regional Council review and approve the minutes which are taken.

The chairperson of the Regional Council decides on the time and place of each meeting. The chairperson decides on the manner in which the summons is issued.

Voting takes place by open ballot and each Regional Council member has one vote. The Council has a quorum when at least half of its members, including the chairperson or vice chairperson, are present. Resolutions of the Governing Board are passed by a simple majority. In the event of a tied vote, the chair of the meeting has the casting vote.

## **Other Meetings**

The Swedish Red Cross Governing Board and the chairpersons of all Regional Councils meet at least four times per year.

In addition, the Swedish Red Cross Governing Board convenes a Regional Forum every other year, consisting of all Regional Councils and the Governing Board, for discussions of general issues. When necessary, the Governing Board may convene an Extraordinary Regional Forum

## **§ 15 Management**

The assets of the Swedish Red Cross must be managed in a careful and secure manner, and must only be used for the Swedish Red Cross's own operations or in its operations together with another organisation, in accordance with the objectives of the National Society as specified in § 1.

Assets accruing to the Swedish Red Cross for a specific purpose by means of contract, fundraising, gift, or will must only be used for this purpose in operations conducted by the International Red Cross and Red Crescent Movement or by the Movement together with another organisation, in accordance with the objectives of the National Society as specified in § 1.

Assets accruing to the Swedish Red Cross by means of contract, fundraising, gift, or will without any specific conditions given for how they shall be used, must only be used for operations conducted by the International Red Cross and Red Crescent Movement or by the Movement together with another organisation, in accordance with the objectives of the National Society as specified in § 1.

Assets offered to the Swedish Red Cross for a specific purpose by means of contract, fundraising, gift, or will must only be accepted if the conditions are consistent with the objectives of the Swedish Red Cross and the Fundamental Principles of the International Red Cross and Red Crescent Movement.

Assets offered to the Swedish Red Cross by means of contract, fundraising, gift, or will which come from operations which are inconsistent with the Fundamental Principles of the International Red Cross and Red Crescent Movement must not be accepted.

Assets according to the abovementioned must therefore not be transferred to another party outside of the Swedish Red Cross.

Operations outside of Sweden may be conducted or supported only following consent given by the Swedish Red Cross Governing Board.

Economic assistance (cash contributions) must not be given to an individual person, another organisation, or their operations.

In-kind assistance may under certain circumstances be given to an individual person.

## **§ 16 Authorised Signatories for the Swedish Red Cross Governing Board's Operations**

Authorised signatories for the Swedish Red Cross Governing Board are determined by an authorised signatory document, which is determined by the Swedish Red Cross Governing Board.

Authorised signatories must be of legal age and must not be in bankruptcy or have a trading prohibition. They must also not have any payment defaults and/or unpaid tax liabilities.

Authorised signatories may not take any actions which are inconsistent with the objectives and Fundamental Principles of the Swedish Red Cross.

Nor may authorised signatories on behalf of the Swedish Red Cross, without the authorisation of the Swedish Red Cross Governing Board:

- purchase, sell, or mortgage real estate or site-leasehold rights
- grant access rights or easement for such property
- invest money in stocks, bonds, or the like
- pay bail or take out or grant loans

## **§ 17 Authorised Signatories for Branch Boards' Operations**

Authorised signatories for a branch may sign for the branch individually. However, for amounts three times the base price amount or higher, a joint signature by authorised signatories is required for validity<sup>1</sup>.

Authorised signatories must be of legal age and must not be in bankruptcy or have a trading prohibition. They must also not have any payment defaults and/or unpaid tax liabilities.

Authorised signatories may not take any actions which are inconsistent with the objectives and Fundamental Principles of the Swedish Red Cross.

Nor may authorised signatories on behalf of a branch, without the authorisation of the Branch Board:

- purchase, sell, or mortgage real estate or site-leasehold rights
- grant access rights or easement for such property
- invest money in stocks, bonds, or the like
- pay bail or take out or grant loans

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<sup>1</sup> Translator's note: the "base price amount" (*prisbasbelopp*) is an index figure set by the Swedish government from year to year. For 2022 the base price amount is SEK 48 300.

## **§ 18 Audit of the Swedish Red Cross Governing Board's Operations**

The operations and management of the Swedish Red Cross Governing Board are audited for each calendar year by an accounting firm. An accounting firm is selected by the National Assembly to audit the following two-year period. The auditor selected by the accounting firm must be a certified accountant.

Certified accountants should not be members.

In years during which the National Assembly is held, the annual financial statements for the preceding fiscal year must be submitted to the accounting firm no later than seven weeks before the National Assembly. In years of no National Assembly, the annual financial statements for the preceding fiscal year must be submitted to the accounting firm no later than the 5<sup>th</sup> of April.

In years during which the National Assembly is held, the accounting firm submits an audit report for the preceding fiscal year to the Swedish Red Cross Governing Board no later than six weeks before the National Assembly, stating whether or not the Governing Board shall be discharged from liability. In years of no National Assembly, the accounting firm submits an audit report for the preceding fiscal year to the Swedish Red Cross Governing Board no later than the 15<sup>th</sup> of April, stating whether or not the Governing Board shall be discharged from liability.

The accounting firm must attend the National Assembly and present the audit reports. The accounting firm is entitled to attend and state its opinion at the National Assembly, Extraordinary National Assembly, meetings of the Swedish Red Cross Governing Board and Regional Councils, and other meetings.

The accounting firm is entitled to access to all financial records, minutes, and other documents of the Swedish Red Cross, at national and local level.

The accounting firm must cooperate with the internal auditors.

## **§ 19 Internal inspection of the Swedish Red Cross Governing Board's work**

Two internal auditors monitor the implementation of the National Assembly's decisions, through inspection of the Swedish Red Cross Governing Board's implementation thereof.

The internal auditors and their alternates are selected by the National Assembly for the period between National Assemblies, which is two years. The internal auditors' maximum consecutive term of office is the period between four National Assemblies, which is eight years. Internal auditors must be of legal age and must not be in bankruptcy or have a trading prohibition. They must also not have any payment defaults and/or unpaid tax liabilities.

In years during which the National Assembly is held, the internal auditors submit the internal audit report for the period between National Assemblies to the Swedish Red Cross Governing

Board no later than six weeks before the National Assembly, stating whether or not the Governing Board shall be discharged from liability.

The internal auditors must attend the National Assembly and present the internal audit report. The internal auditors are entitled to attend and state their opinion at the National Assembly, Extraordinary National Assembly, meetings of the Swedish Red Cross Governing Board and Regional Councils, and other meetings.

The internal auditors are entitled to access to all financial records, minutes, and other documents of the Swedish Red Cross, at national and local level.

Specific terms of reference for the internal auditors are determined by the National Assembly.

The internal auditors must cooperate with the accounting firm.

## **§ 20 Audit of Branch Boards' Operations**

The operations and management of the Branch Boards are audited for each calendar year by three auditors. Auditors and their alternates are selected by the National Assembly for the following calendar year. At least one of the auditors must have specialised knowledge on financial matters. For branches with a total income of at least 3 million SEK, one of the auditors and their alternate must be a certified accountant.

Auditors should not be members.

Annual financial statements must be submitted to the auditors no later than two weeks before the Branch Assembly.

The auditors must submit their audit report to the Branch Assembly no later than three days before the Assembly, stating whether or not the Branch Board should be discharged from liability. The auditors are entitled to attend and state their opinion at the Branch Assembly, Extraordinary Branch Assembly, and meetings with the Branch Board.

The auditors are entitled to access to all financial records, minutes, and other documents, and should have contact with the Branch Board during the fiscal year.

The Swedish Red Cross Governing Board is entitled to gain insight into the branches' operations and management, address shortcomings, and take action if necessary.

## **§ 21 Fiscal Year**

The accounts of the Swedish Red Cross Governing Board and the Branch Boards are closed at the end of the calendar year.

## **§ 22 Implementing Regulation**

The Swedish Red Cross Governing Board issues instructions for implementation of the statutes.

## **§ 23 Amendments to the Statutes**

Essential amendments to the Statutes must be submitted to the Joint Statutes Commission of the International Committee of the Red Cross and International Federation of Red Cross and Red Crescent Societies. Recommendations from the Joint Statutes Commission shall be taken into account before decisions are taken on amendments to the statutes.

Resolutions on the amendments to the statutes require a two-thirds majority at the National Assembly.

## **§ 24 Exceptions to, and Interpretation of, the Statutes**

The Swedish Red Cross Governing Board has the right to grant exemptions from the provisions of the statutes. Decisions on exemptions from the statutes must be reported as soon as possible to the internal auditors, and at the next National Assembly.

In the event of uncertainty as to how the statutes are to be interpreted, the Swedish Red Cross Governing Board has the prevailing interpretation until the General Assembly decides otherwise.

## **§ 25 Dissolution of the National Society**

The Swedish Red Cross shall be dissolved if the National Assembly so decides.

A resolution to dissolve the National Society requires a two-thirds majority of those eligible to vote. If the Swedish Red Cross is dissolved, all assets and documents accrue to the International Federation of Red Cross and Red Crescent Societies. The assets must be used to support the operations of other National Red Cross and Red Crescent Societies in accordance with the Fundamental Principles. To the extent that the assets relate to operations in Sweden, they will go to a humanitarian organisation in Sweden whose purpose is compatible with the Fundamental Principles of the Red Cross.