

CHARTER

§1 Purpose

The Illustrators' Centre is a non profit-making Association for illustrators and graphic designers who professionally execute images for reproduction. The aim of the Centre is to expand members' contacts in society and to promote the use of drawn images. Thereby, the Association shall:

- 1.** in cooperation with labour market partners, state and municipal bodies, create more and better work opportunities and endeavour to find new areas of employment for illustrators and graphic designers,
- 2.** provide information about the working situation of illustrators and graphic designers in society and to support the further education of these professionals,
- 3.** arrange exhibitions as well as endeavour to expand the possibilities for illustrators and graphic designers to show their work,
- 4.** be of help to future illustrators and graphic designers through, eg collaboration with teachers and students in professional educational institutions,
- 5.** provide information about the situation in the labour market to illustrators and graphic designers,
- 6.** in cooperation with others engaged in cultural activities, to actively uphold freedom of expression and opinion.

§2 Organisation

The activities of the Association are carried out by the following: the Annual General Meeting, the Board and committees, the administration and working groups.

§3 Membership

- 1.** Membership in the Association can be held by illustrators and graphic designers residing in Sweden with documented professional activity. The Annual General Meeting (AGM) assign the Board to define the required documents showing professional activity.
- 2.** Membership fees are determined by the AGM or the Board as authorized by the AGM. Paid membership fees are not refunded when members resign membership or are expelled from the Association.

§4 Discontinuing membership

- 1.** After written notice, a member may discontinue his or her membership.
- 2.** A member who has not paid the annual fee within three months from the first billing's date of payment for current calendar year shall be considered to have ended his or her membership.

§5 Exclusion

A member who acts as a representative of the Illustrators' Centre without permission or who deliberately disregards the Associations' charter or its official decisions, can on the recommendation of the Board be expelled from the Association. This decision can only be made by the Annual General Meeting. The decision to take up proposals for exclusion of members at the AGM shall be made by the Board by a secret ballot when at least five members or deputies are present. At the AGM proposals for exclusion shall be decided by a secret ballot with at least a two-thirds majority of those present.

§6 The Annual General Meeting

- 1.** The Annual General Meeting is the Illustrators' Centre's highest decision-making body.
- 2.** The Annual General Meeting is held in April, at a time and place decided by the Board.
- 3.** Notice of the Annual General Meeting shall be sent to members at least four weeks before the meeting.
- 4.** Proposals at the Annual General Meeting made by individual members must be submitted to the Board.
- 5.** An Extraordinary General Meeting may be convened at the behest of the Board or when at least one tenth of all members request it or if the auditors, in conjunction with their scrutiny of the Board's activities, require it.
- 6.** If an Extraordinary General Meeting is required in accordance with point 5 above, it shall be held within six weeks and summons shall be sent to members at least two weeks prior to the meeting.
- 7.** The Extraordinary General Meeting shall deal with only those items on its announced agenda.
- 8.** The staff of Illustrators' Centre have the right to express opinions and to make proposals at the AGM.

§7 Organisation of the Annual General Meeting

At the Annual General Meeting, the following shall take place:

- 1.** Confirmation of the voter register.

- 2.** Election of the chairman of the meeting.
- 3.** Election of secretary of the meeting.
- 4.** Election of members

to scrutinize and sign the minutes of the meeting. **5.** Formal authorization of the meeting: that the meeting has been called in due order. **6.** Confirmation of the agenda. **7.** Presentation of the Board's Annual Report and Accounts and the Auditors' Report. **8.** Decision to approve the Balance Sheet and Income Statement. **9.** Decision on the Board's freedom of liability. **10.** Decision on the disposition of the association's profits or loss in accordance with the balance sheet. **11.** Presentation of the budget and question of fees. **12.** Election in accordance with the Charter. **13.** Proposals made by the Board. **14.** Proposals made by individual members.

§8 Voting and Decision-making at the Annual General Meeting

1. The Annual General Meeting may make decisions through open voting in the absence of other directives or requirements. **2.** Each member participating in the meeting has one vote. **3.** Decisions are made on the basis of a simple majority unless otherwise directed. **4.** In the event of equal votes (no majority), the chairperson of the meeting has the casting vote. With secret ballots and at elections, in the event of equal votes (no majority), the question is decided by drawing lots. **5.** No one may cast a vote by proxy for more than two members.

§9 Motions

1. Each member has the right to submit a motion. The motion should be in writing and sent to the Board during the month of February. Proposals related to motions should be made at the meeting. **2.** Proposals to be made by the Board at the Annual General Meeting or an extra AGM, written motions and the Board's statements thereof, shall be sent to members at least two weeks before the day of the meeting.

§10 The Board and the Executive Committee

1. The Board is appointed by the Annual General Meeting and consists of a chairperson and eight members, chosen for a period of two years alternating: every other year a chairperson and four members; four members. **2.** From its members the Board selects a vice-chairperson who together with the chairperson and the managing director comprise the Executive Committee. **3.** The Election Committee shall receive proposals for nominations at least eight weeks before the Annual General Meeting. **4.** Members of staff of the Illustrators' Centre may not be voted onto the Board. **5.** The Board leads the work of the Association and is the Association's highest decision-making body other than the Annual General Meeting. **6.** It is the responsibility of the Board to represent the Association during negotiations and in other outside activities; to be responsible for the Association's assets and management; to execute the decisions taken by the Annual General Meeting; to employ the staff and other personnel of the Association and conclude agreements concerning salaries and other conditions; to keep members continually informed of the Association's activities; and to establish appropriate working groups whenever necessary. **7.** The members of the Board assume their duties immediately after their election. **8.** The Board is obliged to hold at least four meetings per year. The Board will assemble when summoned by the chairperson or if at least two members call a meeting. **9.** There is a quorum when the chairperson and at least four members of the Board are present. **10.** Voting is open unless otherwise requested by a member present at the meeting. When there is no majority for a decision, lots are cast.

§11 Authorization to sign for and on behalf of the Association

Authorized to sign for and on behalf of the Association are the chairperson and the managing director. Authority can also be acquired by two members of the Board signing jointly.

§12 The Administration

1. The administration of the Association shall be established in Stockholm. **2.** The Executive Committee superintends the administration and assigns their duties.

§13 The Election Committee

1. The Annual General Meeting chooses three members for an Election Committee. Members of the Board and administrative staff at Illustrators' Centre may not sit on the Election Committee. However, one member of the Board is co-opted without a vote to the Election Committee. **2.** The Election Committee shall prepare the election of the Board and the election of its chairperson. The Committee may be requested by the AGM to also prepare other elections. The Committee must leave their proposals to the Board at least four weeks before an election shall take place. **3.** More detailed instructions for the Election Committee are given at the Annual General Meeting.

§14 Financial Year

1. The Association's financial year is equal to one calendar year. **2.** At the end of every financial year the association's accounts shall be presented in full balanced books in accordance with the regulations gover-

ning closure of accounts. The accounts shall be compiled at least eight weeks prior to the Annual General Meeting when the accounts and related documents, including the Board's Annual Report, shall be given to the auditors for auditing. The auditors shall within two weeks of receiving the accounts prepare their report, in which freedom from liability for the Board shall either be confirmed or withheld.

§15 Auditors

Every year the Annual General Meeting appoints two auditors and two deputies. One of the auditors and his or her deputy shall be an authorized or certificated accountant. The other auditor and his or her deputy shall be selected from among association members.

§16 Changes in the Charter

1. Written proposals for changes in the Charter shall, within the allotted period for motions, be given to the Board, who after making their own comments, will hand these proposals over to the next Annual General Meeting. **2.** To change the Association's Charter requires two consecutive General Meetings, one of which must be an ordinary Annual General Meeting. There must be one month between the meetings. At the last meeting, at least two-thirds majority is required to approve the proposed change.

§17 Dissolving the Association

1. To dissolve the Association requires a decision taken by two consecutive General Meetings, of which one must be an ordinary Annual General Meeting. The decision requires at least two-thirds majority in the first General Meeting. At the second meeting, a decision requires three-quarters majority. There must be at least a two month interval between the meetings. **2.** The dissolution of the Association shall be on the basis of the decision taken by two consecutive General Meetings, of which one must be an ordinary Annual General Meeting. Upon dissolution, the Association's assets will go to the purposes decided by the final Annual General Meeting.

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